

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
Richmond Division**

In re: )  
Circuit City Stores, Inc., et al.<sup>1</sup> ) Case No. 08-35653  
Debtors. ) (Chapter 11)

**APPLICATION OF PROTIVITI INC. FOR FIRST INTERIM ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES AS FINANCIAL  
ADVISOR FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
THE PERIOD NOVEMBER 18, 2008 THROUGH JANUARY 31, 2009**

Protiviti Inc. (“Protiviti”), financial advisors for the Official Committee of Unsecured Creditors (the “Committee”) of Circuit City Stores, Inc. and the related debtors (collectively, the “Debtors”), submits the following as its First Interim Application For Allowance Of Compensation And Expense Reimbursement As Financial Advisors To The Official Committee of Unsecured Creditors (the “Application”) pursuant to 11 U.S.C. §§ 330, 331 and 503(b) and

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of their respective federal tax identifications numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City West Coast is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

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Co-Counsel for the Official  
Committee of Unsecured Creditors

Rule 2016 of the Federal Rules of Bankruptcy Procedure. In this Application, Protiviti seeks approval of compensation in the amount of \$683,939.00 and reimbursement of expenses in the amount of \$6,293.04 for the period of November 18, 2008 through January 31, 2009, (the “Compensation Period”) and in support thereof states as follows:

**Background**

1. On November 10, 2008 (the “Petition Date”), the Debtors filed voluntary petitions in this Court for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the “Bankruptcy Code”). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

2. On November 12, 2008, the Office of the United States Trustee (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors of the Debtors. The U.S. Trustee increased the membership of the Committee by two creditors on November 13, 2008.

3. The Committee is presently composed of the following eleven creditors: (i) Alliance Entertainment; (ii) Developers Diversified Realty Corp.; (iii) Garmin International, Inc.; (iv) Hewlett-Packard Company; (v) LG Electronics USA, Inc.; (vi) Paramount Home Entertainment; (vii) Pension Benefit Guarantee Corporation; (viii) Samsung Electronics America, Inc.; (ix) Simon Property Group, Inc.; (x) Toshiba America Consumer Products, LLC; and (xi) Weidler Settlement Class.

4. The Committee held its organizational meeting, and decided to retain Pachulski Stang Ziehl & Jones LLP (“PSZJ”) as its lead counsel, Tavenner & Beran, PLC (“Tavenner & Beran”) as its local counsel, and Protiviti and Jefferies & Company as financial advisors.

5. On or about December 22, 2008, the Committee filed an application to employ Protiviti as its financial advisors. On or about February 2, 2009 this Court entered an order approving the Committee's employment of Protiviti (the "Employment Order").

6. Protiviti has rendered professional services to the Committee from and including November 18, 2008 through and including January 31, 2009 for which it seeks compensation in the amount of \$683,939.00. Attached hereto as **Exhibit A** is a summary statement of the fees incurred by individual.

7. During this time, Protiviti incurred \$6,293.04 in out-of-pocket expenses for which it seeks reimbursement. Attached hereto as **Exhibit C** is a statement of the expenses incurred.

8. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

#### **Employment and Case Status**

9. As authorized in the Employment Order, the terms of Protiviti's employment are as follows: Protiviti charges fees on an hourly basis at its professionals' hourly rates, which are set in accordance with the professionals' seniority and experience. Protiviti also charges the Committee for its actual out-of-pocket expenses incurred such as copying, long distance telephone, travel, overnight mail, telecopies, computer research and other disbursements.

10. The names of all Protiviti professionals requesting compensation and their respective hourly rates are set forth on **Exhibit A** attached hereto.

11. To the best of Protiviti's knowledge, information and belief, the Debtors are paying post-petition expenses in the ordinary course and/or as required by this Court. To the best of Protiviti's knowledge, information and belief, the Debtors have sufficient funds on hand to pay the compensation and reimbursement of expenses requested herein.

12. Protiviti has not previously filed an application for the allowance of compensation and expense reimbursement.

**Summary of Services Rendered**

13. A detailed list of fees for the various services Protiviti provided to the Committee, categorized by task code as defined by the guidelines published by the U.S. Trustee's Office, is attached hereto as **Exhibit B**. The detail for the services rendered during the Application Period are summarized as follows:

A. **Asset Disposition:** Total Hours 76.7 Total \$27,873.00

**Description**

Protiviti assisted counsel, Jefferies and the Committee in constructing and updating the analyses of all bids and proposals received from various parties including going concern bidders and the two liquidator joint ventures led by Gordon Brothers and Great American. Protiviti reviewed these analyses with the Debtor's and Committee's counsel and advisors, including FTI, Skadden Arps, Jefferies, and Rothschild to ensure that all relevant factors were considered. Protiviti's analyses were shared with the Committee to enable them to make informed decisions regarding the sale of the debtor's primary assets. The Great American joint venture ultimately submitted the highest and best bid for Circuit City's assets. Protiviti also attended the liquidation and sale procedure hearings regarding the sale process.

During this period, Protiviti also began reviewing and analyzing the various going concern offers related to InterTAN, Circuit City's Canadian affiliate. This process is ongoing.

Attached hereto as **Exhibit B – 441 Asset Disposition** is a detailed listing of such services rendered by Protiviti employees.

**Necessity and Benefit to the Estate**

Reviewing and comparing bids and proposals received by the Debtor allowed the Committee to determine which afforded the largest recovery to creditors. Protiviti was in regular communication with all parties involved and regularly communicated the progress to the

Committee. The InterTAN sale process review will again ensure the Committee has all available information to determine if the offers are in the best interest of all creditors of the Estate.

B. **Case Administration:** Total Hours 381.1 Total \$103,970.00

Description

Protiviti's case administration services included: 1) website creation and maintenance, 2) review of Debtors' schedules and other filings, and 3) assistance with document and information discovery. Protiviti created, and regularly updates, a website ([www.cccommittee.com](http://www.cccommittee.com)) for the benefit of all creditors that provides links to:

- the case calendar
- the Debtors' bankruptcy schedules
- the Debtors' statement of financial affairs
- SEC filings
- a list of Committee professionals
- first day motions
- the Debtors' website
- the claims agent's website, and
- a page to facilitate creditor inquiries.

Protiviti also reviewed the Debtor's filings including bankruptcy schedules, statement of financial affairs, first day motions, monthly operating reports, and other pleadings and provided summary observations of the financial aspects of these filings to the Committee as appropriate. Protiviti also assisted in preparing document requests and reviewed and catalogued documents produced by various parties.

Attached hereto as Exhibit B – 443 Case Administration is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit to the Estate

Proper case management facilitates an organized and efficient process for handling and disseminating volumes of documents in chapter 11 matters. The Committee's website provides creditors with prompt access to informative and timely information. Our review of the Debtor's filings and document production has allowed Protiviti to gain a better understanding of the Debtor's financial results, remain current on key issues, and provide timely analyses and advice to the Committee and its counsel.

C. **Claims Administration and Objections** Total Hours 76.4 Total \$23,172.00

Description

During the Compensation Period, Protiviti has begun to review the Debtor's analyses of administrative claims, 503(b)(9) claims, preferences, lease rejections, and intercompany

receivables and payables.

Attached hereto as Exhibit B – 444 Claims Administration and Objections is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Analyzing and quantifying these highly sensitive and substantial claim classes helps to shape the administrative solvency of the case and allows the Committee and its counsel to make informed decisions regarding strategies going forward.

D. **Employee Benefits and Pensions**      Total Hours 25.8      Total \$7,807.00

Description

Protiviti researched employee retention plans filed in comparable bankruptcy cases to ensure that the Debtor's plan, when proposed, will be appropriate.

Attached hereto as Exhibit B – 445 Employee Benefits and Pensions is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

In anticipation of the Debtor filing an employee retention plan, Protiviti analyzed other plans in the Eastern District of Virginia, and in other districts, to advise the Committee about the current trends in retention plan and the attendant cost/benefit of such plans.

E. **Fee/Employments Applications:**      Total Hours 32.0      Total \$8,240.00

Description

Protiviti prepared and reviewed its employment application, verified statement, and job arrangement letter and investigated potential relationships with interested parties in the Circuit City bankruptcy. Protiviti filed its employment application on December 22, 2008 and it was approved on February 2, 2009 retroactive to November 18, 2008. Protiviti also prepared and submitted interim fee statements in accordance with the administrative procedures order entered by this Court.

Attached hereto as Exhibit B – 446 Fee and Employment Applications is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Preparing an employment application is a required administrative function of the bankruptcy process and allows for complete and full disclosure of the nature of duties to be performed for the Committee. It also highlights any potential conflicts and the

proposed compensation to be paid to the financial advisor which allows all creditors to make informed decisions regarding the retention of their professionals.

F. **Fee/Employments Application Objections:** Total Hours 12.2 Total \$2,840.00

## Description

Protiviti reviewed and analyzed the employment applications of Rothschild Inc. (investment broker and financial advisor to the Debtor) and FTI Consulting (financial advisor to the Debtor) to assess the nature and payment of the proposed success fees.

Attached hereto as Exhibit B – 447 Fee/Employment Application Objections is a detailed listing of the services rendered by Protiviti employees.

## Necessity and Benefit of the Estate

Protiviti presented the economics of the Debtors' professional retention agreements to the Committee so that the Committee members could determine if the success fee compensation was justified and in the best interest of creditors. With the assistance of counsel, the committee was able to negotiate a substantial reduction in the earned success fees in liquidation.

G. ***Financing:*** Total Hours 136.10 Total \$53,112.00

## Description

Protiviti performed a comprehensive analysis of the Debtors' proposed DIP Facility, the 13-week projection that accompanied the Motion to approve the DIP and the related fees charged by Bank of America for providing the DIP. Protiviti expressed serious concerns to the Committee over the terms of the Debtors' proposed DIP Facility as filed and assisted counsel in developing a list of modifications that would align the benefits of the DIP facility with its proposed costs. Protiviti reviewed the Debtor's pre-petition loan agreements, DIP facilities in similar cases, and the Debtors' pre-petition and post-petition borrowing base certificates to fully understand the Debtors' financing needs and the market for DIP loans. Protiviti also assisted the Committee and its counsel in preparing an objection to the DIP facility and preparing for depositions and hearings surrounding a potential DIP financing litigation.

Attached hereto as Exhibit B – 448 Financing is a detailed listing of the services rendered by Protiviti employees.

## Necessity and Benefit of the Estate

Based on the analyses provided by Protiviti and the Committee’s other advisors, Counsel for the Committee was able to negotiate substantial modifications to the Debtors’ DIP

facility which gave the debtor more time to sell its assets and provided relief from certain other restrictive covenants that imposed undue risk to the debtors operation and enterprise value. These concessions we obtained without the time and cost associated with litigation over the contested issues.

H. **Meetings of Creditors:** Total Hours 433.1 Total \$167,734.00

Description

The Committee and its professionals met twice in Washington DC and frequently via teleconference for regularly scheduled updates. Protiviti prepared financial analyses and updates for these meetings and provided advice to the Committee about a variety of Chapter 11 issues, including the Debtor's budgeted versus actual financial results, 4-wall analyses, potential store closings, liquidation analyses, 13-week cash flow projections, same store sales, the sale process, 503(b)(9) claims, preferences, and the Debtor's bankruptcy schedules and statement of financial affairs.

Attached hereto as Exhibit B – 450 Meetings of Creditors is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Protiviti participated in each Committee call, during which time Protiviti reviewed its progress and shared analyses and advice related to various Debtor presentations and Committee and counsel requests. These meetings allowed the Committee and its counsel to remain current on all relevant case issues.

I. **Business Analysis:** Total Hours 541.0 Total \$200,610.00

Description

Protiviti prepared extensive research and analyses related to the Debtors' operations, cost relationships and financial condition to assist the Committee in developing the appropriate strategies to maximize the return to creditors. These analyses included a review of the DIP budget, 13- 16- and 24-week cash flow projections and their underlying assumptions, first day motions, store level profitability, inventory levels, trade credit, accounts receivable aging, credit availability, and liquidation analyses prepared by the debtor. Many of the financial analyses originally prepared by the Debtors' advisors were routinely updated and revised by the Debtor. As such, Protiviti's analyses were ongoing.

Attached hereto as Exhibit B – 454 Business Analysis is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Protiviti's detailed review of the Debtor's business operations, strategic plan, and future viability allowed the Committee to assess different scenarios to analyze the most effective way to maximize its recoveries going forward.

J. **Data Analysis:** Total Hours 153.0 Total \$54,844.00

Description

Protiviti provided information and analyses to the Committee and its counsel on the Debtor's post-petition financial results including sales flash reports, variance reports, lease rejections, inventory levels, and intercompany balances.

Attached hereto as Exhibit B – 456 Data Analysis is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Providing the Committee and its counsel with up-to-date information about the Debtor's actual versus budgeted post-petition financial results allows the Committee to monitor the condition and performance of the debtor and to properly represent the interests of all creditors.

K. **Litigation Consulting:** Total Hours 86.9 Total \$33,737.00

Description

Protiviti assisted the Committee and its counsel in preparing for depositions of the Debtor, FTI, and bank representative related to the DIP financing objection and hearing. Protiviti also reviewed and analyzed settlement options with respect to IBM, Verizon, and CCD.

Attached hereto as Exhibit B – 457 Litigation Consulting is a detailed listing of the services rendered by Protiviti employees.

Necessity and Benefit of the Estate

Assisting on litigation matters helps prepare counsel for trial if the matter reaches the courtroom and equips counsel with the financial knowledge used to reach settlements in contested matters. To date, the Committee and its counsel have been able to amicably resolve most if not all contested matters prior to trial.

14. Pursuant to the Order Establishing Procedures For Interim Compensation entered on December 9, 2008 (the “Interim Compensation Order”), Protiviti was to have received eighty-five percent (85%) of its monthly fees and one hundred percent (100%) of its monthly expenses. In regard to this Application, in total, Protiviti has received \$387,252.35 in fees and \$4,430.80 in expenses. Therefore, fees in the amount of \$296,686.65 and expenses in the amount of \$1,862.24 remain outstanding.

15. The fees sought by Protiviti are reasonable for the work it performed in the specialized area of bankruptcy and in practice before the United States Bankruptcy Court. Such fees are customary for specialized bankruptcy practice and are comparable in amount to services rendered by other professionals in the area. The fees sought herein are reasonable considering the nature and extent of the work, the time spent, and the value of the services.

16. Protiviti hereby certifies that it has submitted and caused to be served monthly statements as required under the Interim Compensation Order. In addition, it will file and cause to be serve this Application as required under the Interim Compensation Order.

#### **Applicable Legal Standard**

17. The Bankruptcy Code sets forth the legal standards for awarding compensation to professionals. The format for fee applications is set forth in the Compensation Guidelines for Professionals in the United States Bankruptcy Court for the Eastern District of Virginia (the “Guidelines”).

18. Under § 330 of the Bankruptcy Code, the Court may award professionals to the Committee reasonable compensation for actual, necessary services rendered by such attorneys and paraprofessionals employed by such attorneys based on the nature, extent and value of the services rendered, time spent on such services and the cost of comparable services other than in a

bankruptcy case. Furthermore, the Court may award reimbursement for actual, necessary expenses.

19. The expenses incurred by Protiviti, as set forth herein, are reasonable and necessary charges for items such as photocopying, long distances telephone calls, facsimiles, delivery services and messenger services, transcript preparation and filing fees. Photocopy charges are assessed at fifteen cents (\$.15) per page which Protiviti believes to be at least comparable with the average charge in this area. Facsimiles were charged at the rate of one dollar (\$1.00) per page, which Protiviti believes to be a reasonable charge for such an expense.

20. Under the "lodestar" approach, the Court should consider the number of hours of service reasonably devoted to the case multiplied by the attorney's reasonable rates. Courts frequently consider the specific "lodestar" factors enumerated in Johnson v. Georgia Highway Express, Inc., 488 F.2d 714 (5th Cir. 1974). These lodestar tests were adopted by the Fourth Circuit in Barber v. Kimbrells, Inc., 577 F.2d 216, 226 (4<sup>th</sup> Cir.), cert. denied, 439 U.S. 934 (1978), and in Anderson v. Morris, 658 F.2d 246, 249 (4<sup>th</sup> Cir. 1981), where the Fourth Circuit held that the District Court should employ the lodestar approach, and then adjust the fee on the basis of the remaining Johnson factors in the case. The following are the Johnson factors:

- (a) the time and labor required;
- (b) the novelty and difficulty of the questions;
- (c) the skill requisite to perform the legal service properly;
- (d) the preclusion of other employment by the attorney due to acceptance of the case;
- (e) the customary fee;
- (f) whether the fee is fixed or contingent;
- (g) time limitations imposed by the client or the circumstances;
- (h) the amount involved and the results obtained;
- (i) the experience, reputation and ability of the attorneys;
- (j) the "undesirability" of the case;
- (k) the nature and length of the professional relationship with the client; and
- (l) awards in similar cases.

Johnson, 488 F.2d at 717-719; Barber, 577 F.2d at 226, n.28; Anderson, 658 F.2d at 248, n.2.

21. Protiviti believes that the services rendered to the Committee and the out-of-pocket expenses incurred therewith were necessary and reasonable in view of the Committee's obligations in these cases and the scope and nature of the matters in which the Committee was involved to competently represent the Committee.

22. Protiviti believes that the fees requested herein clearly satisfy the Johnson factors as set forth above.

**Conclusion**

WHEREFORE, Protiviti submits this Application for allowance of interim compensation for professional services rendered by Protiviti in the amount of \$683,939.00 and reimbursement of out-of-pocket expenses in the amount of \$6,293.04. Protiviti respectfully requests that the Court enter an Order substantially in the form attached hereto as **Exhibit D** approving the compensation and reimbursement of expenses requested herein, authorizing and directing the Debtors to pay such amounts and granting such other and further relief as the Court deems appropriate.

PROTIVITI INC.

Dated: March 17, 2009  
Richmond, Virginia

By: /s/ Guy A. Davis  
Guy A. Davis  
1051 East Cary Street  
Suite 602  
Richmond, Virginia 23219  
(804) 644-7000  
*Financial Advisors to the  
Official Committee of Unsecured Creditors*

Filed This Day By:

OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS

By: /s/ Lynn L. Tavenner  
Counsel

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Lead Counsel for the Official Committee of Unsecured Creditors

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**CERTIFICATE OF SERVICE**

I hereby certify that on or before the 17<sup>th</sup> day of March, 2009 a true copy of the foregoing First Interim Application Of Protiviti Inc. For Allowance Of Compensation And Expense Reimbursement As Financial Advisors For The Official Committee of Unsecured Creditors was served via first-class mail, postage-prepaid and/or electronic delivery to:

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June E. Turner – Via email:

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*/s/ Lynn L. Tavenner*

Co-Counsel

## SUMMARY SHEET

Case No. 08-35653

-----X		Fees Previously Requested:	\$0.00	NAME OF APPLICANT:	Protiviti Inc.
In re:	:	Fees Previously Awarded:	\$0.00	ROLE IN THE CASE:	Financial Advisor to the Official Committee of Unsecured Creditors
Circuit City Stores, Inc.	:	Expenses Previously Requested:	\$0.00	CURRENT APPLICATION:	
	:	Expenses Previously Awarded :	\$0.00	Fee Requested	\$683,939.00
-----X		Retainer Paid:	\$0.00	Expense Request	\$6,293.04

### FEE APPLICATION

Name of Professionals	Rate	Hours Billed	Total for Application
Davis, Guy A.	\$460.00 - \$470.00	153.30	\$70,888.00
Atkinson, Michael L.	\$460.00 - \$470.00	323.20	\$150,083.00
Lyons, John K.	\$460.00 - \$460.00	4.20	\$1,932.00
Roski, Suzanne B.	\$440.00 - \$450.00	217.30	\$96,029.00
Smith, IV, Robert B.	\$390.00 - \$400.00	226.20	\$88,652.00
Eldred, John P.	\$330.00 - \$340.00	30.90	\$10,392.00
Loza, Alicia A.	\$330.00 - \$340.00	118.30	\$39,327.00
Williams, Heather G.	\$330.00 - \$340.00	94.70	\$31,285.00
Crockett, Jason N.	\$300.00 - \$330.00	344.70	\$107,712.00
Koehler, Justin F.	\$300.00 - \$310.00	22.30	\$6,740.00
Smith, Matthew S.	\$220.00 - \$230.00	21.20	\$4,754.00
Massell, Eric M	\$220.00 - \$220.00	14.60	\$3,212.00
Frisvold, Andrew M	\$200.00 - \$220.00	83.90	\$17,954.00
Torbert, Misty D.	\$210.00 - \$210.00	34.70	\$7,287.00

## SUMMARY SHEET

Case No. 08-35653

-----X		Fees Previously Requested:	\$0.00	NAME OF APPLICANT:	Protiviti Inc.
In re:	:	Fees Previously Awarded:	\$0.00	ROLE IN THE CASE:	Financial Advisor to the Official Committee of Unsecured Creditors
Circuit City Stores, Inc.	:	Expenses Previously Requested:	\$0.00	CURRENT APPLICATION:	
	:	Expenses Previously Awarded :	\$0.00	Fee Requested	\$683,939.00
-----X		Retainer Paid:	\$0.00	Expense Request	\$6,293.04

### FEE APPLICATION

Name of Professionals	Rate	Hours Billed	Total for Application
Black, David J	\$210.00 - \$210.00	11.40	\$2,394.00
Warsaw, Shai	\$190.00 - \$190.00	76.60	\$14,554.00
Taylor, Brian	\$180.00 - \$180.00	127.20	\$22,896.00
Carlton, Andrew	\$180.00 - \$180.00	13.60	\$2,448.00
Maier, Chris	\$150.00 - \$150.00	36.00	\$5,400.00
<b>Total:</b>		<b>1,954.30</b>	<b>\$683,939.00</b>
<b>Total Blended Hourly Rate:</b>	( \$349.97 x )	<b>1,954.30</b>	<b>\$683,939.00</b>

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
441 BANKRUPTCY-ASSET DISPOSITION						
Category Description: Sales, leases (section 365 matters), abandonment and related transaction work.						
	Roski, Suzanne B.	12/17/2008	2.20	440.00	968.00	Review counsel analysis of DJM compensation terms. Update comparables spreadsheet. Draft comments to counsel.
	Roski, Suzanne B.	12/17/2008	0.80	440.00	352.00	Review comparables analysis prepared by Jefferies. Provide additional cases to Jefferies / counsel for inclusion.
	Roski, Suzanne B.	12/17/2008	0.40	440.00	176.00	Telecon with Andy Graiser (DJM) and follow up call to R. Feinstein & R. Tucker re lease auction - cancelled for 12/18.
	Roski, Suzanne B.	12/18/2008	1.80	440.00	792.00	Review additional cases, as included in counsel's memo, for comparable real estate compensation. Telecon with counsel re objection.
	Loza, Alicia A.	1/7/2009	1.50	340.00	510.00	Work on retention plan analysis.
	Atkinson, Michael L.	1/8/2009	2.20	470.00	1,034.00	Review and analyze Salina's deal and consider scenarios.
	Roski, Suzanne B.	1/9/2009	0.40	450.00	180.00	Review bid packet materials and correspondence with potential bidders.
	Roski, Suzanne B.	1/9/2009	0.40	450.00	180.00	Review sales motion and related exhibits.
	Crockett, Jason N.	1/11/2009	0.50	330.00	165.00	Review correspondence re: bidding update, potential interest in going concern.
	Atkinson, Michael L.	1/12/2009	0.70	470.00	329.00	Review and analyze Salina's deal.
	Crockett, Jason N.	1/12/2009	0.70	330.00	231.00	Review of liquidator bid.
	Crockett, Jason N.	1/12/2009	0.30	330.00	99.00	Review of materials re: FireDog.
	Loza, Alicia A.	1/12/2009	0.80	340.00	272.00	Research related to going concern bid.
	Roski, Suzanne B.	1/12/2009	1.20	450.00	540.00	Review materials received from debtors re updated Salinas offer and related business plan. Compare to previously-prepared liquidation analyses.
	Roski, Suzanne B.	1/12/2009	0.40	450.00	180.00	Telecons with M. Atkinson re valuation models required for auction(s).
	Roski, Suzanne B.	1/12/2009	0.20	450.00	90.00	Telecon with R. Klein re auction, Jefferies / Protiviti participation and status of valuation models.
	Roski, Suzanne B.	1/12/2009	0.20	450.00	90.00	Telecon with J. Crockett re valuation model and components to add for dissimilar bids.
	Crockett, Jason N.	1/13/2009	2.80	330.00	924.00	Prepare bid valuation model with Jefferies.
	Crockett, Jason N.	1/13/2009	2.30	330.00	759.00	Review of strategic buyer business model, treatment of claims and debt, assumed assets and liabilities, incorporate into valuation model.
	Crockett, Jason N.	1/13/2009	1.80	330.00	594.00	Review in detail of liquidator agreement.
	Crockett, Jason N.	1/13/2009	1.20	330.00	396.00	Analysis of liquidator bids.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
441 BANKRUPTCY-ASSET DISPOSITION						
	Frisvold, Andrew M	1/13/2009	1.60	220.00	352.00	Review Hilco and Gordon Brothers APA.
	Roski, Suzanne B.	1/13/2009	1.60	450.00	720.00	Assist in preparation of bid valuation model and review of agency agreement bid submitted. Review related documents provided by debtor / FTI.
	Crockett, Jason N.	1/14/2009	2.60	330.00	858.00	Prepare updates to bid valuation model, update detailed weekly proceeds chart.
	Crockett, Jason N.	1/14/2009	2.50	330.00	825.00	Meetings with debtor and financial advisor to review data related to liquidation bids, updates re: going concern.
	Crockett, Jason N.	1/14/2009	1.90	330.00	627.00	Prepare bid and liquidation analysis as requested by HP.
	Crockett, Jason N.	1/14/2009	1.70	330.00	561.00	Participate in going concern/inventory auction.
	Crockett, Jason N.	1/14/2009	1.40	330.00	462.00	Review correspondence from Jefferies re: liquidator bid and update valuation model.
	Crockett, Jason N.	1/14/2009	1.40	330.00	462.00	Review bid from SB Capital, prepare comments, analysis of terms, and value bid.
	Crockett, Jason N.	1/14/2009	1.20	330.00	396.00	Review bids in detail with Skadden, FTI, counsel, and Jefferies. Discuss proposed ask and term changes.
	Koehler, Justin F.	1/14/2009	3.50	310.00	1,085.00	Review and analyze two liquidator bids.
	Loza, Alicia A.	1/14/2009	2.80	340.00	952.00	Review bids. Prepare analysis to compare liquidator bids.
	Roski, Suzanne B.	1/14/2009	3.50	450.00	1,575.00	Review bids and modify spreadsheets to value and compare. Provide for presentation to Committee.
	Roski, Suzanne B.	1/14/2009	0.60	450.00	270.00	Review modified agency agreements submitted in auction.
	Smith, IV, Robert B.	1/14/2009	0.40	400.00	160.00	Review auction bids.
	Atkinson, Michael L.	1/15/2009	1.30	470.00	611.00	Review and analyze bid value analysis and supporting documentation.
	Atkinson, Michael L.	1/15/2009	0.80	470.00	376.00	Review and analyze going concern bids.
	Crockett, Jason N.	1/15/2009	2.90	330.00	957.00	Prepare for and attend going concern/inventory auction.
	Crockett, Jason N.	1/15/2009	2.20	330.00	726.00	Meet with FTI, debtor, and liquidators to discuss bids, analyze bid values, and proposed term changes.
	Crockett, Jason N.	1/15/2009	1.80	330.00	594.00	Review bids with Skadden, FTI, counsel, and Jefferies. Discuss issues and analyze value.
	Crockett, Jason N.	1/15/2009	1.10	330.00	363.00	Meet with Rothschild and review information related to incremental expense of going concern bids.
	Smith, Matthew S.	1/15/2009	2.40	230.00	552.00	Prepare for hearing re bid process.
	Atkinson, Michael L.	1/16/2009	1.20	470.00	564.00	Review and revise committee presentation re: terms & conditions of accepted bid.
	Crockett, Jason N.	1/16/2009	2.30	330.00	759.00	Discussion of auction results and procedures, terms of bid, review of liquidation analysis.

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441 BANKRUPTCY-ASSET DISPOSITION						
	Smith, IV, Robert B.	1/16/2009	4.20	400.00	1,680.00	Attend liquidation and sales procedures hearing.
	Smith, Matthew S.	1/16/2009	1.00	230.00	230.00	Prepare for hearing re bid process.
	Warsaw, Shai	1/21/2009	0.30	190.00	57.00	Review and analyze M&A process update.
	Crockett, Jason N.	1/22/2009	0.40	330.00	132.00	Correspond re: inquiry regarding leases.
	Atkinson, Michael L.	1/25/2009	0.90	470.00	423.00	Review and analyze terms of bid and potential proceeds.
	Crockett, Jason N.	1/25/2009	0.90	330.00	297.00	Review of InterTAN bids, analysis of expected proceeds on liquidation analysis. Review with M. Atkinson.
	Atkinson, Michael L.	1/26/2009	1.90	470.00	893.00	Review and analyze correspondence & details re: InterTan bid.
	Frisvold, Andrew M	1/27/2009	0.70	220.00	154.00	Review bid summary.
	Warsaw, Shai	1/28/2009	0.20	190.00	38.00	Review and analyze InterTAN buyers update.
	Atkinson, Michael L.	1/29/2009	0.50	470.00	235.00	Review and analyze data re: Canada sale.
	Crockett, Jason N.	1/29/2009	0.20	330.00	66.00	Review correspondence re: InterTAN update.
<b>BANKRUPTCY-ASSET DISPOSITION TOTAL</b>			<b>76.70</b>		<b>\$27,873.00</b>	

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443 BANKRUPTCY-CASE ADMINISTRATION						
Category Description: Coordination and compliance activities, including preparation of statement of financial affairs; schedules, list of contracts; United States Trustee interim statements and operating reports; contracts with the United States Trustee; general creditor inquiries.						
	Crockett, Jason N.	11/19/2008	0.90	300.00	270.00	Discuss discovery requests with S. Roski, M. Atkinson, and A. Kornfield.
	Roski, Suzanne B.	11/19/2008	0.60	440.00	264.00	Prepare for meeting with Debtors and advisors at Company location.
	Torbert, Misty D.	11/19/2008	3.50	210.00	735.00	Review case filings, revise era & engagement documentation; prepare & forward contact list to counsel; organize & reference case documents for M Atkinson.
	Crockett, Jason N.	11/20/2008	1.90	300.00	570.00	Prepare for meeting to discuss workstreams, meet with team re: individual focus areas and general plan, begin to outline 4-wall requirements.
	Crockett, Jason N.	11/20/2008	0.60	300.00	180.00	Prepare document request list.
	Davis, Guy A.	11/20/2008	2.50	460.00	1,150.00	Meet w/ staff. Develop workstreams re assignments and staffing. Review correspondence.
	Eldred, John P.	11/20/2008	1.00	330.00	330.00	Discuss website planning with B. Taylor. Review options re website planning.
	Frisvold, Andrew M	11/20/2008	2.30	200.00	460.00	Review memo re: first day motions.
	Frisvold, Andrew M	11/20/2008	1.30	200.00	260.00	Review APA with Hilco and Gordon Brothers.
	Frisvold, Andrew M	11/20/2008	1.10	200.00	220.00	Review 10k report and corporate structure.
	Massell, Eric M	11/20/2008	1.80	220.00	396.00	Prepare initial request list and combine with Jefferies' information request list.
	Massell, Eric M	11/20/2008	0.90	220.00	198.00	Meet with G. Davis and S. Roski re presentation to committee and various workstreams.
	Roski, Suzanne B.	11/20/2008	1.80	440.00	792.00	Prepare for meeting with FTI, including determination of workstreams and high priority projects.
	Roski, Suzanne B.	11/20/2008	1.10	440.00	484.00	Meet with Jefferies representative to discuss division of responsibilities and generate document request list.
	Taylor, Brian	11/20/2008	1.10	180.00	198.00	Participate in discussions with Protiviti resources for internally dev. data site options.
	Taylor, Brian	11/20/2008	1.00	180.00	180.00	Search for hosting and domain pricing.
	Taylor, Brian	11/20/2008	1.00	180.00	180.00	Prepare emails and calls with Intralinks sales representatives to get pricing and capability details.
	Taylor, Brian	11/20/2008	0.70	180.00	126.00	Research data site requirements.
	Taylor, Brian	11/20/2008	0.50	180.00	90.00	Download site manager applications.
	Taylor, Brian	11/20/2008	0.50	180.00	90.00	Participate in call to discuss data site options.
	Taylor, Brian	11/20/2008	0.40	180.00	72.00	Review Intralinks site and demo data site presentation.

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443 BANKRUPTCY-CASE ADMINISTRATION						
	Williams, Heather G.	11/20/2008	1.70	330.00	561.00	Prepare list of work assignments to complete and present for 11/25 Committee call.
	Atkinson, Michael L.	11/21/2008	2.00	460.00	920.00	Prepare for and participate in conference call w/ counsel re: documents received from Debtor & Debtor's FA.
	Crockett, Jason N.	11/21/2008	2.00	300.00	600.00	Review motion regarding claims trading, discuss with M. Atkinson. Discuss NOL preservation.
	Crockett, Jason N.	11/21/2008	0.20	300.00	60.00	Correspondence re: set up FTP website for large file transfers.
	Eldred, John P.	11/21/2008	1.00	330.00	330.00	Research Committee websites.
	Frisvold, Andrew M	11/21/2008	0.80	200.00	160.00	Review objections to Hilco Sale.
	Massell, Eric M	11/21/2008	3.60	220.00	792.00	Prepare memo re: motion for order establishing notice, hearing and sell-down procedures for trading in equity and claims.
	Roski, Suzanne B.	11/21/2008	0.40	440.00	176.00	Telecons re FTI's refusal to provide working models to Protiviti and / or Jefferies.
	Smith, IV, Robert B.	11/21/2008	1.20	390.00	468.00	Participate in call w/ debtor's professionals.
	Taylor, Brian	11/21/2008	2.50	180.00	450.00	Download website manager applications to determine best program.
	Taylor, Brian	11/21/2008	2.00	180.00	360.00	Review and create "terms" page.
	Taylor, Brian	11/21/2008	2.00	180.00	360.00	Develop initial index page.
	Taylor, Brian	11/21/2008	0.40	180.00	72.00	Compare site design to other credit committee websites.
	Williams, Heather G.	11/21/2008	3.00	330.00	990.00	Prepare rejection claim analysis for GOB and first day motion rejected stores.
	Massell, Eric M	11/22/2008	2.40	220.00	528.00	Research motions to restrict trading of equity and claims in other cases.
	Roski, Suzanne B.	11/22/2008	0.50	440.00	220.00	Review / update analysis re Debtors' Motion re claims / equity trading and related section 382 research.
	Roski, Suzanne B.	11/22/2008	0.20	440.00	88.00	Correspond with various Committee members and counsel re issues raised in emails.
	Eldred, John P.	11/24/2008	1.20	330.00	396.00	Review website functionality.
	Roski, Suzanne B.	11/24/2008	0.80	440.00	352.00	Review counsel-prepared materials re pending motions and possible objections.
	Taylor, Brian	11/24/2008	3.80	180.00	684.00	Develop First Day Motions page with links to all documents.
	Taylor, Brian	11/24/2008	3.60	180.00	648.00	Develop Committee Members' page with table and all credit committee member's contact.
	Taylor, Brian	11/24/2008	3.10	180.00	558.00	Create Professional Member page and upload site documents.
	Taylor, Brian	11/24/2008	1.50	180.00	270.00	Adjust HTML & upload site.

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443	BANKRUPTCY-CASE ADMINISTRATION					
	Taylor, Brian	11/24/2008	1.00	180.00	180.00	Research embedded calendar tools.
	Davis, Guy A.	11/25/2008	2.50	460.00	1,150.00	Develop action plan for 12/4 meeting in DC.
	Davis, Guy A.	11/25/2008	1.00	460.00	460.00	Attend call w/ Debtor.
	Eldred, John P.	11/25/2008	1.00	330.00	330.00	Identify additional content for website.
	Roski, Suzanne B.	11/25/2008	0.40	440.00	176.00	Review materials to determine open items requested from Debtor. Correspond with FTI re: same.
	Smith, IV, Robert B.	11/25/2008	2.50	390.00	975.00	Review Circuit City memos.
	Taylor, Brian	11/25/2008	2.60	180.00	468.00	Create calendar page and update calendar on Google site.
	Taylor, Brian	11/25/2008	2.20	180.00	396.00	Search and download SEC filings and create SEC filings page.
	Taylor, Brian	11/25/2008	2.20	180.00	396.00	Create e-mail page.
	Taylor, Brian	11/25/2008	0.60	180.00	108.00	Edit site buttons for all pages to eliminate "secure buttons".
	Taylor, Brian	11/25/2008	0.40	180.00	72.00	Troubleshoot calendar page (events not displaying).
	Taylor, Brian	11/25/2008	0.30	180.00	54.00	Search GoDaddy help for server e-mail options.
	Taylor, Brian	11/25/2008	0.20	180.00	36.00	Discuss page changes with J. Eldred.
	Crockett, Jason N.	11/26/2008	2.40	300.00	720.00	Review motions and prepare information requests regarding First Day Motions and payment of prepetition claims.
	Eldred, John P.	11/26/2008	2.50	330.00	825.00	Manage website content.
	Roski, Suzanne B.	11/26/2008	1.10	440.00	484.00	Review emails re: Committee responses to Debtors' motions.
	Taylor, Brian	11/26/2008	2.40	180.00	432.00	Research basic HTTP Authentication and SSL Certificates to assess vulnerabilities and e-mail Protiviti security group.
	Atkinson, Michael L.	11/27/2008	1.00	460.00	460.00	Review and analyze debtors' motion re: authority to pay additional \$13million pre-petition taxes.
	Smith, IV, Robert B.	11/27/2008	0.70	390.00	273.00	Review and respond to email requests.
	Roski, Suzanne B.	11/28/2008	1.60	440.00	704.00	Review open items - pending motions and vendor issues. Prepare responsive analyses.
	Roski, Suzanne B.	11/28/2008	0.50	440.00	220.00	Review Debtors' supplemental motion re: taxes and other motions for First Day payments.
	Smith, IV, Robert B.	11/28/2008	2.00	390.00	780.00	Participate in conference call re requests.
	Atkinson, Michael L.	11/30/2008	2.50	460.00	1,150.00	Review and analyze w/ counsel various strategy issues regarding vendors, debtors pending motions, and update counsel re: debtors financials.

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443	BANKRUPTCY-CASE ADMINISTRATION					
	Lyons, John K.	11/30/2008	4.20	460.00	1,932.00	Review and analysis of the first day motion to cease trading in stock and debt.
	Atkinson, Michael L.	12/1/2008	3.00	460.00	1,380.00	Review and discuss employment applications for FTI & Rothchild w/ counsel and propose adjustments for committee to consider.
	Crockett, Jason N.	12/1/2008	0.80	300.00	240.00	Review and discussion of FTI and Rothschild fees and employment applications.
	Eldred, John P.	12/1/2008	2.40	330.00	792.00	Develop content for website. Follow up re questions for counsel.
	Eldred, John P.	12/1/2008	1.00	330.00	330.00	Research use of Circuit City name in domain and logo on site.
	Frisvold, Andrew M	12/1/2008	1.80	200.00	360.00	Review FTI and Rothchild's fee structures.
	Frisvold, Andrew M	12/1/2008	0.40	200.00	80.00	Review modifications to FTI and Rothchild's fee structures.
	Roski, Suzanne B.	12/1/2008	1.60	440.00	704.00	Review Rothschild and FTI employment applications and participate in call with counsel re same.
	Roski, Suzanne B.	12/1/2008	0.80	440.00	352.00	Correspond with counsel re security issues with Committee website secure log-in. Follow up correspondence re debtors' refusal to permit use of name / logo.
	Roski, Suzanne B.	12/1/2008	0.40	440.00	176.00	Review modifications to FTI and Rothschild employment applications as per counsel.
	Smith, IV, Robert B.	12/1/2008	1.10	390.00	429.00	Review pleadings.
	Taylor, Brian	12/1/2008	3.80	180.00	684.00	Create a mirror website for secure site.
	Taylor, Brian	12/1/2008	2.70	180.00	486.00	Update background page, remove committee members page, add new forms page.
	Taylor, Brian	12/1/2008	1.30	180.00	234.00	Read e-mails with website review comments.
	Taylor, Brian	12/1/2008	1.20	180.00	216.00	Research and buy SSL certificate; deal with SSL RA to work to approve SSL.
	Crockett, Jason N.	12/2/2008	0.90	300.00	270.00	Draft correspondence re: agenda and presentation for December 4 meeting.
	Crockett, Jason N.	12/2/2008	0.20	300.00	60.00	Review WARN objection.
	Frisvold, Andrew M	12/2/2008	2.10	200.00	420.00	Prepare list of potentially deferred payments and review related items on docket.
	Frisvold, Andrew M	12/2/2008	1.60	200.00	320.00	Research recent retail bankruptcy recoveries.
	Koehler, Justin F.	12/2/2008	3.60	300.00	1,080.00	Provide a list of past bankruptcies with debtor advisor and fee structure.
	Koehler, Justin F.	12/2/2008	2.60	300.00	780.00	Provide a list of real estate advisors on past bankruptcies with relevant fee structure.
	Roski, Suzanne B.	12/2/2008	0.40	440.00	176.00	Correspondence with counsel re meeting with debtor and FTI.
	Taylor, Brian	12/2/2008	1.60	180.00	288.00	Look into change in domain; cancel SSL and attempt to change domain name; GoDaddy Tech Support to work to release SSL Install.

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443	BANKRUPTCY-CASE ADMINISTRATION					
	Taylor, Brian	12/2/2008	1.30	180.00	234.00	Remove Circuit City Logos and reupload both sites.
	Torbert, Misty D.	12/2/2008	3.70	210.00	777.00	Identify top 10 retail bankruptcy in past 5 years & research retail industry payout percentages to unsecured creditors in recent history pursuant to committee member's request.
	Atkinson, Michael L.	12/3/2008	2.60	460.00	1,196.00	Review and analyze employment applications of debtors' professionals.
	Frisvold, Andrew M	12/3/2008	0.50	200.00	100.00	Review schedule of deferred payments.
	Taylor, Brian	12/3/2008	1.80	180.00	324.00	Check status of SSL release; GoDaddy Support Ticket Escalation.
	Torbert, Misty D.	12/3/2008	3.20	210.00	672.00	Research and compile analysis of retail industry payout percentages to unsecured creditors in recent history pursuant to committee member's request.
	Roski, Suzanne B.	12/4/2008	0.30	440.00	132.00	Review information re fee settlements with Debtors' professionals.
	Taylor, Brian	12/4/2008	2.40	180.00	432.00	Print and create a binder for cc employee incentive documents.
	Taylor, Brian	12/4/2008	2.20	180.00	396.00	Update website with new pages / secure documents / navigation button.
	Taylor, Brian	12/4/2008	2.10	180.00	378.00	Compile documents and upload to the site.
	Taylor, Brian	12/4/2008	1.30	180.00	234.00	Research forwarding options; create forwarding to the new committee.com domain; create e-mail forwarding accounts.
	Taylor, Brian	12/4/2008	0.60	180.00	108.00	Test new site forwarding and SSL version; update Jason C. on forwarding capabilities.
	Taylor, Brian	12/4/2008	0.40	180.00	72.00	Walkthrough PACER site.
	Crockett, Jason N.	12/5/2008	0.80	300.00	240.00	Review correspondence from counsel and information re: recent developments.
	Smith, IV, Robert B.	12/5/2008	1.50	390.00	585.00	Develop additional document requests.
	Smith, IV, Robert B.	12/5/2008	1.30	390.00	507.00	Review document requests and receipts.
	Taylor, Brian	12/5/2008	3.80	180.00	684.00	Research bankrupt company attributes on the Delaware PACER site.
	Taylor, Brian	12/5/2008	2.20	180.00	396.00	Update website with new pages / secure documents / navigation button.
	Taylor, Brian	12/5/2008	2.00	180.00	360.00	Research bankrupt company attributes on the Oklahoma and Texas PACER site.
	Smith, IV, Robert B.	12/6/2008	1.50	390.00	585.00	Prepare invoice.
	Smith, IV, Robert B.	12/7/2008	0.50	390.00	195.00	Respond to creditor committee requests.
	Eldred, John P.	12/8/2008	0.80	330.00	264.00	Coordinate addition of news articles to website. Review revised site.
	Eldred, John P.	12/8/2008	0.50	330.00	165.00	QC links on website.

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443 BANKRUPTCY-CASE ADMINISTRATION						
	Roski, Suzanne B.	12/8/2008	0.50	440.00	220.00	Update open project list and staffing for critical financial advisors deliverables. Communicate same to staff.
	Smith, IV, Robert B.	12/8/2008	1.10	390.00	429.00	Teleconference re vendor terms.
	Taylor, Brian	12/8/2008	2.80	180.00	504.00	Research bankrupt company attributes on the SEC site.
	Taylor, Brian	12/8/2008	2.10	180.00	378.00	Add articles section to each site and upload.
	Taylor, Brian	12/8/2008	2.10	180.00	378.00	Research bankrupt company attributes on other state PACER sites (Eastern NY, Eastern VA) / Finalize Research Document.
	Crockett, Jason N.	12/10/2008	0.20	300.00	60.00	Review correspondence re: case developments.
	Smith, IV, Robert B.	12/11/2008	0.90	390.00	351.00	Teleconference w/ professionals re bank meeting.
	Atkinson, Michael L.	12/12/2008	1.10	460.00	506.00	Review and analyze Chase motion and proposed committee objection.
	Atkinson, Michael L.	12/12/2008	1.10	460.00	506.00	Review and analyze document request list and data received from the debtor & debtor's financial advisor.
	Crockett, Jason N.	12/12/2008	1.30	300.00	390.00	Review Chase motion and work with counsel regarding analysis and need for objection.
	Smith, IV, Robert B.	12/12/2008	1.30	390.00	507.00	Review first day motions.
	Taylor, Brian	12/12/2008	1.50	180.00	270.00	Search for Circuit City related articles and post to the website.
	Atkinson, Michael L.	12/16/2008	1.60	460.00	736.00	Participate in conference call w/ committee professionals re: going concern v liquidation scenarios and potential impact on creditor payouts.
	Crockett, Jason N.	12/16/2008	0.70	300.00	210.00	Address issues regarding first day orders: foreign vendor payments, contractor payments, expense reimbursement, etc.
	Taylor, Brian	12/16/2008	1.70	180.00	306.00	Update Site with Recent Articles Content.
	Atkinson, Michael L.	12/17/2008	0.60	460.00	276.00	Prepare email to committee professionals re: Chase credit agreement.
	Crockett, Jason N.	12/17/2008	0.20	300.00	60.00	Review analysis of Chase credit agreement and adequate protection.
	Taylor, Brian	12/17/2008	3.40	180.00	612.00	Add detailed Bankruptcy dates to the home page and the site calendar.
	Taylor, Brian	12/18/2008	1.60	180.00	288.00	Additional Recent Articles Update.
	Atkinson, Michael L.	12/19/2008	1.00	460.00	460.00	Review and discuss status of website preparation for creditors committee.
	Taylor, Brian	12/19/2008	0.50	180.00	90.00	Search for additional articles / fix site forwarding on GoDaddy.
	Torbert, Misty D.	12/19/2008	0.40	210.00	84.00	Organize and reference case documents; assist M Atkinson in preparation for conference call w/ committee professionals re: current financial activity.
	Roski, Suzanne B.	12/20/2008	0.20	440.00	88.00	Follow up with J. Eldred and M. Atkinson re IRS objection to website disclosures.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
443	BANKRUPTCY-CASE ADMINISTRATION					
	Crockett, Jason N.	12/22/2008	0.90	300.00	270.00	Prepare information for professionals call.
	Crockett, Jason N.	12/22/2008	0.20	300.00	60.00	Review correspondence re: timing of sale process.
	Taylor, Brian	12/22/2008	2.20	180.00	396.00	Update Google calendar on site with lease related dates.
	Taylor, Brian	12/22/2008	2.00	180.00	360.00	Update front page with new articles and overhaul homepage calendar.
	Smith, IV, Robert B.	12/23/2008	1.10	390.00	429.00	Review Committee correspondence.
	Atkinson, Michael L.	12/24/2008	0.90	460.00	414.00	Prepare email regarding Canada and potential objection options.
	Atkinson, Michael L.	12/29/2008	0.80	460.00	368.00	Review and analyze DJM & Rothchild's revised employment applications.
	Crockett, Jason N.	12/29/2008	0.70	300.00	210.00	Review correspondence re: DJM and Rothschild fee applications and draft response, comments.
	Smith, IV, Robert B.	12/29/2008	1.30	390.00	507.00	Prepare supplemental verified statement.
	Smith, IV, Robert B.	12/30/2008	0.50	390.00	195.00	Prepare supplemental verified statement.
	Atkinson, Michael L.	1/3/2009	0.80	470.00	376.00	Prepare, review, and respond to emails concerning proposed plan and strategies regarding liquidation.
	Atkinson, Michael L.	1/3/2009	0.60	470.00	282.00	Review and revise document request list for FTI.
	Frisvold, Andrew M	1/5/2009	0.90	220.00	198.00	Review documents for creditors' committee call.
	Maier, Chris	1/5/2009	4.00	150.00	600.00	Review Schedules and SOFA's.
	Roski, Suzanne B.	1/5/2009	0.50	450.00	225.00	Update document and information request lists and correspond with FTI re same.
	Smith, IV, Robert B.	1/5/2009	0.80	400.00	320.00	Review professional analyses re sale process.
	Taylor, Brian	1/5/2009	2.30	180.00	414.00	Update Website with new articles and updated calendar on the homepage.
	Atkinson, Michael L.	1/6/2009	2.30	470.00	1,081.00	Review and analyze other top creditors 503b9 claims.
	Atkinson, Michael L.	1/6/2009	1.20	470.00	564.00	Review and analyze Sony & HP claims.
	Maier, Chris	1/6/2009	4.00	150.00	600.00	Review Schedules and SOFA's.
	Smith, IV, Robert B.	1/6/2009	1.00	400.00	400.00	Prepare analysis re fees.
	Loza, Alicia A.	1/7/2009	2.80	340.00	952.00	Review documents received from Debtor.
	Maier, Chris	1/7/2009	4.00	150.00	600.00	Print and organize Schedules and SOFAs.
	Maier, Chris	1/7/2009	1.00	150.00	150.00	Print and organize Schedules and SOFAs.

**Circuit City Stores, Inc.**

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
443	BANKRUPTCY-CASE ADMINISTRATION					
	Taylor, Brian	1/7/2009	1.60	180.00	288.00	Research retail bankruptcy cases.
	Taylor, Brian	1/7/2009	0.60	180.00	108.00	Review potential articles. Search other court / claims sites for updated information.
	Maier, Chris	1/8/2009	4.00	150.00	600.00	Print documents and assemble Schedule and SOFA binders.
	Maier, Chris	1/8/2009	1.50	150.00	225.00	Assemble Schedule and SOFA binders.
	Smith, IV, Robert B.	1/8/2009	1.50	400.00	600.00	Prepare invoice - review prebill.
	Smith, Matthew S.	1/8/2009	2.30	230.00	529.00	Review due diligence documents on Share Point.
	Taylor, Brian	1/8/2009	3.90	180.00	702.00	Research retail bankruptcies and record results.
	Taylor, Brian	1/8/2009	1.30	180.00	234.00	Research retail bankruptcy companies on SEC site.
	Taylor, Brian	1/8/2009	1.20	180.00	216.00	Search for non-Virginia and companies complete comparison for additional companies.
	Frisvold, Andrew M	1/9/2009	1.20	220.00	264.00	Review motion re: sales procedures approving sale of Debtor's assets.
	Frisvold, Andrew M	1/9/2009	0.50	220.00	110.00	Research Salina's acquisitions of Circuit City stock.
	Maier, Chris	1/9/2009	4.00	150.00	600.00	Assemble Schedule and SOFA binders.
	Maier, Chris	1/9/2009	2.00	150.00	300.00	Assemble Schedule and SOFA binders.
	Roski, Suzanne B.	1/9/2009	0.30	450.00	135.00	Correspond with staff re website maintenance and status of postings to site as per counsel's inquiries.
	Roski, Suzanne B.	1/9/2009	0.20	450.00	90.00	Correspond with J. Gold (LG) re current case events and scheduling.
	Smith, IV, Robert B.	1/9/2009	0.90	400.00	360.00	Organize financial data re weekly analysis.
	Smith, IV, Robert B.	1/9/2009	0.50	400.00	200.00	Review sales motion.
	Smith, IV, Robert B.	1/9/2009	0.40	400.00	160.00	Review correspondence re hearings.
	Smith, Matthew S.	1/9/2009	1.40	230.00	322.00	Review due diligence documents on Share Point.
	Taylor, Brian	1/9/2009	0.60	180.00	108.00	Format and forward form e-mail to appropriate parties; redistribute response.
	Taylor, Brian	1/9/2009	0.50	180.00	90.00	Research Articles and update site.
	Crockett, Jason N.	1/11/2009	0.80	330.00	264.00	Review counsel comments re: bidding procedures and sale motion.
	Crockett, Jason N.	1/11/2009	0.70	330.00	231.00	Review bid procedures motion.
	Crockett, Jason N.	1/11/2009	0.40	330.00	132.00	Review status of strategic buyers.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
443	BANKRUPTCY-CASE ADMINISTRATION					
	Crockett, Jason N.	1/11/2009	0.40	330.00	132.00	Update on M&A process, review recent developments.
	Frisvold, Andrew M	1/11/2009	1.40	220.00	308.00	Review motion re: sales procedures and approving sale of Debtor's assets.
	Crockett, Jason N.	1/12/2009	0.50	330.00	165.00	Correspondence re: sale process update.
	Eldred, John P.	1/12/2009	0.50	340.00	170.00	Review committee website. Coordinate updates.
	Smith, IV, Robert B.	1/12/2009	0.30	400.00	120.00	Reply to Committee member request.
	Taylor, Brian	1/12/2009	1.20	180.00	216.00	Update site with weekend articles.
	Crockett, Jason N.	1/13/2009	0.90	330.00	297.00	Discussion of recent development re: sale and liquidation process.
	Eldred, John P.	1/13/2009	0.80	340.00	272.00	Review latest news. Coordinate website posting.
	Maier, Chris	1/13/2009	4.00	150.00	600.00	Continue preparing Schedule and SOFA binders.
	Maier, Chris	1/13/2009	1.50	150.00	225.00	Continue assembling Schedule and SOFA binders.
	Taylor, Brian	1/13/2009	1.50	180.00	270.00	Research and send news updates via e-mail; post on site.
	Maier, Chris	1/14/2009	4.00	150.00	600.00	Complete Schedule and SOFA binders.
	Maier, Chris	1/14/2009	2.00	150.00	300.00	Print binders re: documents received from debtor.
	Smith, IV, Robert B.	1/14/2009	0.40	400.00	160.00	Review and distribute invoices.
	Taylor, Brian	1/14/2009	1.50	180.00	270.00	Update the site with new articles and auction dates.
	Smith, Matthew S.	1/15/2009	0.60	230.00	138.00	Prepare monthly invoices.
	Taylor, Brian	1/15/2009	1.30	180.00	234.00	Update the Circuit City Site with updated articles calendar.
	Smith, IV, Robert B.	1/16/2009	0.70	400.00	280.00	Meet w/ counsel and advisors after sales hearing.
	Atkinson, Michael L.	1/19/2009	2.00	470.00	940.00	Review and revise task list re: maximum recovery for creditors.
	Crockett, Jason N.	1/19/2009	2.20	330.00	726.00	Prepare potential task list of items to maximize recovery for creditors.
	Frisvold, Andrew M	1/19/2009	2.70	220.00	594.00	Review and analyze order approving store closing sales.
	Frisvold, Andrew M	1/19/2009	1.40	220.00	308.00	Review and analyze November monthly operating report.
	Roski, Suzanne B.	1/19/2009	0.50	450.00	225.00	Perform planning and determine open items for liquidation mode timeframe.
	Warsaw, Shai	1/19/2009	0.50	190.00	95.00	Review and analyze Circuit City news.
	Atkinson, Michael L.	1/20/2009	2.20	470.00	1,034.00	Prepare and update task list for committee

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
443	BANKRUPTCY-CASE ADMINISTRATION					
	Atkinson, Michael L.	1/20/2009	1.30	470.00	611.00	Review and revise materials to be uploaded to website.
	Crockett, Jason N.	1/20/2009	1.50	330.00	495.00	Prepare presentation and financial documents for inclusion onto creditor committee website.
	Crockett, Jason N.	1/20/2009	0.80	330.00	264.00	Review committee task list.
	Davis, Guy A.	1/20/2009	1.00	470.00	470.00	Conference call with counsel regarding next steps for committee.
	Taylor, Brian	1/20/2009	2.40	180.00	432.00	Update the CC Site with new Debtor and Professionals presentations.
	Atkinson, Michael L.	1/21/2009	1.40	470.00	658.00	Review and analyze November's monthly operating report.
	Crockett, Jason N.	1/21/2009	1.70	330.00	561.00	Review November MOR and perform analysis of prepaid insurance and potential refunds.
	Frisvold, Andrew M	1/21/2009	2.60	220.00	572.00	Review statement of financial affairs for Circuit City Stores, Inc.
	Frisvold, Andrew M	1/21/2009	0.80	220.00	176.00	Review weekly memo and memos re: SOFA's.
	Loza, Alicia A.	1/21/2009	0.70	340.00	238.00	Review MOR and prepare questions for Debtor.
	Roski, Suzanne B.	1/21/2009	0.90	450.00	405.00	Review first MOR and draft questions / follow up items for FTI.
	Smith, IV, Robert B.	1/21/2009	1.70	400.00	680.00	Finalize document review and invoice.
	Atkinson, Michael L.	1/22/2009	1.20	470.00	564.00	Review and analyze document request list and current outstanding items.
	Crockett, Jason N.	1/22/2009	2.30	330.00	759.00	Review of November MOR, income, balance sheet, and A/R analysis.
	Crockett, Jason N.	1/22/2009	0.70	330.00	231.00	Draft correspondence re: meeting with FTI and obtaining preference, liquidation, and GOB wind down budget data.
	Crockett, Jason N.	1/22/2009	0.20	330.00	66.00	Discuss issues regarding employment for loss prevention services.
	Frisvold, Andrew M	1/22/2009	1.80	220.00	396.00	Review bankruptcy schedules and analyze Schedule F.
	Roski, Suzanne B.	1/22/2009	0.60	450.00	270.00	Correspond with FTI and Committee counsel re data requests. Correspond with FTI and Rothschild re access Merrill site. Renew access.
	Taylor, Brian	1/22/2009	1.40	180.00	252.00	Update CC website for new articles in standard and secure site.
	Warsaw, Shai	1/22/2009	0.40	190.00	76.00	Recreate pre-paid insurance pdf into Excel format.
	Warsaw, Shai	1/22/2009	0.20	190.00	38.00	Review Circuit City critical dates memo.
	Atkinson, Michael L.	1/23/2009	2.00	470.00	940.00	Review and analyze recently filed monthly operating report and current sales and inventory level updates.
	Crockett, Jason N.	1/23/2009	1.70	330.00	561.00	Review statements and schedules.

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443 BANKRUPTCY-CASE ADMINISTRATION						
	Crockett, Jason N.	1/23/2009	1.20	330.00	396.00	Incorporate responses to questions regarding MOR from FTI into presentation and analysis.
	Warsaw, Shai	1/23/2009	2.70	190.00	513.00	Review and analyze weekly update memo re court filings.
	Warsaw, Shai	1/23/2009	0.50	190.00	95.00	Review and analyze summary of schedules filed by debtors.
	Crockett, Jason N.	1/26/2009	1.40	330.00	462.00	Review of weekly update memo, press releases, critical dates, InterTan bid summaries.
	Crockett, Jason N.	1/26/2009	0.20	330.00	66.00	Correspondence with S. Roski regarding meeting with FTI.
	Roski, Suzanne B.	1/26/2009	0.40	450.00	180.00	Correspond with FTI re meeting and data requests.
	Warsaw, Shai	1/26/2009	3.80	190.00	722.00	Review and analyze balance sheets for past 12 quarters.
	Warsaw, Shai	1/26/2009	2.10	190.00	399.00	Review and analyze CC order approving agency agreement store closing sales.
	Warsaw, Shai	1/26/2009	1.80	190.00	342.00	Review and analyze CC schedules summary.
	Warsaw, Shai	1/26/2009	0.80	190.00	152.00	Review and analyze CC memo weekly update.
	Warsaw, Shai	1/26/2009	0.50	190.00	95.00	Review and analyze CC general unsecured schedules nature of claim breakdown.
	Atkinson, Michael L.	1/27/2009	3.20	470.00	1,504.00	Review and revise workplan.
	Crockett, Jason N.	1/27/2009	2.80	330.00	924.00	Review condensed workplan, prepare updates, review revisions, prepare comments and prepare revised version.
	Crockett, Jason N.	1/27/2009	0.90	330.00	297.00	Prepare case budget for next eight weeks.
	Crockett, Jason N.	1/27/2009	0.20	330.00	66.00	Correspondence re: meetings with financial advisor.
	Frisvold, Andrew M	1/27/2009	1.30	220.00	286.00	Review weekly memo and presentation to creditors' committee.
	Roski, Suzanne B.	1/27/2009	0.40	450.00	180.00	Review and revise Protiviti workplan for distribution to Debtors and FTI.
	Warsaw, Shai	1/27/2009	3.80	190.00	722.00	Review and analyze notes accompanying consolidated financial statements; document any adjustments on prior balance sheets.
	Warsaw, Shai	1/27/2009	3.20	190.00	608.00	Recreate balance sheets from pdf/html files for past 12 quarters.
	Atkinson, Michael L.	1/28/2009	2.40	470.00	1,128.00	Review and analyze liquidation analyses and outstanding issues.
	Crockett, Jason N.	1/28/2009	0.90	330.00	297.00	Research regarding Puerto Rico locations, operating status, and total number of stores in US and Canada.
	Atkinson, Michael L.	1/29/2009	1.30	470.00	611.00	Prepare for and participate in conference call w/ debtor, debtors' professionals, and committee professionals re: current workplan and sharing of information.
	Warsaw, Shai	1/29/2009	0.20	190.00	38.00	Review and analyze CC memo weekly update.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
443	BANKRUPTCY-CASE ADMINISTRATION					
	Crockett, Jason N.	1/30/2009	1.50	330.00	495.00	Prepare for and participate in conference call with FTI and Skadden re: GOB wind down budget and liquidation analysis.
	Crockett, Jason N.	1/30/2009	0.60	330.00	198.00	Prepare information to update committee website.
	Crockett, Jason N.	1/30/2009	0.20	330.00	66.00	Review correspondence re: wind down budget, GOB sales, and meeting with FTI.
	Frisvold, Andrew M	1/30/2009	1.50	220.00	330.00	Review documents on Merrill Corp's data site.
	Roski, Suzanne B.	1/30/2009	1.10	450.00	495.00	Prepare for and participate in telecon with Debtor and FTI re Protiviti open items and go-forward document requests protocol.
	Warsaw, Shai	1/30/2009	2.10	190.00	399.00	Prepare summary of weekly events.
	<b>BANKRUPTCY-CASE ADMINISTRATION TOTAL</b>		<b>381.10</b>		<b>\$103,970.00</b>	

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444 BANKRUPTCY-CLAIMS ADMINISTRATION AND OBJECTIONS						
Category Description: Specific claim inquiries; bar date motions; analyses, objections and allowance of claims.						
	Crockett, Jason N.	12/8/2008	2.10	300.00	630.00	Review and analysis of 503b9 and preference information.
	Roski, Suzanne B.	12/8/2008	1.80	440.00	792.00	Review FTI-prepared 503(b)(9) and preference analysis. Generate questions on same.
	Roski, Suzanne B.	12/9/2008	0.80	440.00	352.00	Review FTI admin claim analysis and compare to feedback from vendors. Calculate changes to creditor returns.
	Davis, Guy A.	12/11/2008	0.50	460.00	230.00	Calls w/ HP re 503b9.
	Loza, Alicia A.	12/11/2008	0.80	330.00	264.00	Review HP and other 503(b)(9) claim calculations.
	Atkinson, Michael L.	1/4/2009	1.60	470.00	752.00	Review and analyze 503(b)(9) analysis.
	Atkinson, Michael L.	1/5/2009	2.40	470.00	1,128.00	Review and revise 503(b)(9) analysis.
	Atkinson, Michael L.	1/5/2009	1.60	470.00	752.00	Review and analyze preference analysis.
	Frisvold, Andrew M	1/5/2009	2.20	220.00	484.00	Review 503(b)(9) claims and analyze top 20 vendors.
	Atkinson, Michael L.	1/6/2009	2.80	470.00	1,316.00	Review and analyze filings re: 503b9 claims.
	Eldred, John P.	1/6/2009	3.20	340.00	1,088.00	Analyze filed claims versus estimated claims.
	Eldred, John P.	1/6/2009	2.50	340.00	850.00	Analyze filed claims versus estimated claims.
	Eldred, John P.	1/6/2009	1.10	340.00	374.00	Prepare comparison of estimated and filed 503(b)(9) claims.
	Frisvold, Andrew M	1/6/2009	1.30	220.00	286.00	Review and analyze 503(b)(9) claims.
	Smith, IV, Robert B.	1/6/2009	0.90	400.00	360.00	Review 503(b)(9) claims.
	Black, David J	1/7/2009	6.70	210.00	1,407.00	Reconcile schedule of 503(b)(9) claims to filed claims.
	Eldred, John P.	1/7/2009	4.80	340.00	1,632.00	Prepare claims comparison / analysis.
	Roski, Suzanne B.	1/7/2009	1.10	450.00	495.00	Review FTI-prepared 503(b)(9) and preference analyses vs liquidation analysis and claims register.
	Black, David J	1/8/2009	4.70	210.00	987.00	Reconcile schedule of 503(b)(9) claims to filed claims.
	Eldred, John P.	1/8/2009	3.50	340.00	1,190.00	Prepare claims comparison / analysis.
	Eldred, John P.	1/8/2009	2.20	340.00	748.00	Prepare claims comparison / analysis.
	Frisvold, Andrew M	1/8/2009	0.70	220.00	154.00	Review analysis of 503(b)(9) claims.
	Crockett, Jason N.	1/11/2009	1.60	330.00	528.00	Review filed 503b9 claims, compare to FTI liquidation analysis.

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444	BANKRUPTCY-CLAIMS ADMINISTRATION AND OBJECTIONS					
	Williams, Heather G.	1/12/2009	1.50	340.00	510.00	Review lease rejection claim calculation file and forward to Jefferies.
	Eldred, John P.	1/13/2009	0.80	340.00	272.00	Coordinate review of preference data.
	Williams, Heather G.	1/13/2009	1.90	340.00	646.00	Research Visa / Master Card settlement claim per counsels request and send information request to FTI.
	Eldred, John P.	1/15/2009	0.10	340.00	34.00	Discuss status of preference data with FTI.
	Warsaw, Shai	1/20/2009	4.20	190.00	798.00	Review and analyze 503b9 claims.
	Crockett, Jason N.	1/21/2009	0.30	330.00	99.00	Correspondence re: success fees with S. Roski.
	Loza, Alicia A.	1/21/2009	1.60	340.00	544.00	Call with counsel re IBM settlement. Research information requested by Counsel.
	Warsaw, Shai	1/21/2009	3.90	190.00	741.00	Review and analyze 503b9 claims.
	Warsaw, Shai	1/21/2009	2.80	190.00	532.00	Review and analyze payments to creditors within 90 days.
	Warsaw, Shai	1/22/2009	3.80	190.00	722.00	Review and analyze 503b9 claims.
	Atkinson, Michael L.	1/23/2009	0.30	470.00	141.00	Review and analyze intercompany transactions.
	Crockett, Jason N.	1/23/2009	0.70	330.00	231.00	Review intercompany receivables and payables.
	Loza, Alicia A.	1/23/2009	2.00	340.00	680.00	Prepare and attend call with S. Goldich re IBM settlement.
	Warsaw, Shai	1/28/2009	0.20	190.00	38.00	Review and analyze CC intercompany payables.
	Crockett, Jason N.	1/29/2009	0.70	330.00	231.00	Review 503b9 analysis.
	Frisvold, Andrew M	1/29/2009	0.70	220.00	154.00	Review 503(b)(9) claims analysis.
	<b>BANKRUPTCY-CLAIMS ADMINISTRATION AND OBJECTIONS TOTAL</b>		<b>76.40</b>		<b>\$23,172.00</b>	

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**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b><u>Category</u></b>	<b><u>Name</u></b>	<b><u>Date</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Fee</u></b>	<b><u>Description of Work Perfomed</u></b>
445 BANKRUPTCY-EMPLOYEE BENEFITS/PENSIONS						
Category Description: Review issues such as severance, retention, 401K coverage and continuance of pension plan.						
	Loza, Alicia A.	12/3/2008	2.90	330.00	957.00	Research employee incentive plans.
	Loza, Alicia A.	12/3/2008	2.60	330.00	858.00	Research employee incentive plans.
	Loza, Alicia A.	12/4/2008	1.70	330.00	561.00	Prepare analysis of retail employee incentive plans.
	Loza, Alicia A.	12/5/2008	2.80	330.00	924.00	Prepare analysis of retail employee incentive plans.
	Loza, Alicia A.	12/5/2008	1.80	330.00	594.00	Prepare analysis of retail employee incentive plans.
	Loza, Alicia A.	12/8/2008	4.70	330.00	1,551.00	Review employee retention plans filed in retail cases. Prepare comparison analysis.
	Loza, Alicia A.	1/8/2009	0.50	340.00	170.00	Work on retention plan analysis.
	Loza, Alicia A.	1/9/2009	2.40	340.00	816.00	Work on employee retention plan analysis.
	Taylor, Brian	1/9/2009	3.10	180.00	558.00	Research other cases for retention plan agreements.
	Taylor, Brian	1/9/2009	1.90	180.00	342.00	Research other cases for retention plan pleadings.
	Loza, Alicia A.	1/12/2009	1.40	340.00	476.00	Finalize analysis of employee retention plans filed in the Eastern District of Virginia.
<b>BANKRUPTCY-EMPLOYEE BENEFITS/PENSIONS TOTAL</b>			<b>25.80</b>		<b>\$7,807.00</b>	

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
446 BANKRUPTCY-FEE/EMPLOYMENT APPLICATIONS						
Category Description: Preparations of employment and fee applications for self or others; motions to establish interim procedures.						
	Crockett, Jason N.	11/19/2008	0.40	300.00	120.00	Review employment application and affidavit of M. Atkinson.
	Frisvold, Andrew M	11/19/2008	3.40	200.00	680.00	Prepare employment application, affidavit of M. Atkinson, affidavit of Guy Davis, and engagement letter.
	Torbert, Misty D.	11/21/2008	6.50	210.00	1,365.00	Prepare and update employment application & verified statement; review conflict check responses and follow up w/ MD's regarding client relationships; prepare ERA.
	Torbert, Misty D.	11/24/2008	3.50	210.00	735.00	Review conflict responses; update employment application & verified statement, forward to M Atkinson for review.
	Torbert, Misty D.	12/8/2008	3.20	210.00	672.00	Identify case leads for potential conflicts and follow up re: current relationship for disinterested party disclaimer in fee application.
	Torbert, Misty D.	12/9/2008	2.60	210.00	546.00	Prepare and update verified statement and exhibits for employment application.
	Torbert, Misty D.	12/10/2008	1.80	210.00	378.00	Prepare and update employment application and exhibits pursuant to counsel's remarks.
	Torbert, Misty D.	12/12/2008	0.60	210.00	126.00	Update employment application & exhibits.
	Atkinson, Michael L.	1/19/2009	2.10	470.00	987.00	Review and revise employment application based upon discussions w/ committee professionals.
	Atkinson, Michael L.	1/19/2009	1.10	470.00	517.00	Review and revise amended employment application.
	Crockett, Jason N.	1/19/2009	2.80	330.00	924.00	Prepare amended employment application and review statement of work, job arrangement letter, and master services agreement.
	Crockett, Jason N.	1/19/2009	1.20	330.00	396.00	Make updates to employment application amendment.
	Crockett, Jason N.	1/20/2009	0.90	330.00	297.00	Review amended employment application, statement of work, job arrangement letter, and master service agreement.
	Smith, Matthew S.	1/21/2009	1.30	230.00	299.00	Prepare November / December invoice.
	Crockett, Jason N.	1/26/2009	0.60	330.00	198.00	Review proposed changes to modified order and modified order.
<b>BANKRUPTCY-FEE/EMPLOYMENT APPLICATIONS TOTAL</b>			<b>32.00</b>		<b>\$8,240.00</b>	

**Circuit City Stores, Inc.**

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**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
447 BANKRUPTCY-BANKRUPTCY FEE/EMPLOYMENT OBJECTIONS						
Category Description: Review of and objections to the employment and fee applications of others.						
	Warsaw, Shai	1/16/2009	2.30	190.00	437.00	Review and analyze final document for the employment and retention of Rothschild Inc. as investment broker and financial advisor to CC.
	Warsaw, Shai	1/16/2009	2.20	190.00	418.00	Review and analyze final document for the employment and retention of FTI Consulting.
	Warsaw, Shai	1/16/2009	1.80	190.00	342.00	Identify and summarize potential success fees for Rothschild Inc.
	Warsaw, Shai	1/16/2009	1.70	190.00	323.00	Identify and summarize potential success fees for Rothschild Inc.
	Crockett, Jason N.	1/19/2009	0.90	330.00	297.00	Review fee applications and success fees.
	Crockett, Jason N.	1/22/2009	1.70	330.00	561.00	Review of professional fees paid and agreements regarding payment of success fees.
	Crockett, Jason N.	1/28/2009	1.00	330.00	330.00	Review Rothchild employment application, engagement letter, order for fees earned in liquidation and for Intertan sale.
	Frisvold, Andrew M	1/28/2009	0.60	220.00	132.00	Analyze Rothchild's fee.
<b>BANKRUPTCY-BANKRUPTCY FEE/EMPLOYMENT OBJECTIONS TOTAL</b>			<b>12.20</b>		<b>\$2,840.00</b>	

**Circuit City Stores, Inc.**

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**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
448 BANKRUPTCY-FINANCING						
Category Description: Matters under sections 361, 363 and 364 including cash collateral and secured claims; loan document analysis.						
	Crockett, Jason N.	11/18/2008	3.40	300.00	1,020.00	Review draft DIP objection, review proposed facility, prepare comments to incorporate additional points, review figures.
	Crockett, Jason N.	11/19/2008	3.80	300.00	1,140.00	Review and confirm figures in draft DIP objection.
	Crockett, Jason N.	11/19/2008	2.40	300.00	720.00	Review DIP budget and perform analyses for draft DIP objection.
	Crockett, Jason N.	11/19/2008	1.60	300.00	480.00	Review updated draft DIP objection financial analyses.
	Davis, Guy A.	11/19/2008	1.00	460.00	460.00	Meet w/ counsel re DIP and debtor meeting.
	Roski, Suzanne B.	11/20/2008	0.80	440.00	352.00	Review documents and analyses related to proposed DIP financing.
	Crockett, Jason N.	11/21/2008	2.60	300.00	780.00	Review 10-K information and prepetition credit facility.
	Roski, Suzanne B.	11/22/2008	0.40	440.00	176.00	Review document request, as per counsel request, related to DIP discovery. Provide suggested comments / changes.
	Roski, Suzanne B.	11/24/2008	0.60	440.00	264.00	Review Borrowing Base Certificates pre and post petition and prepare analyses re same.
	Smith, IV, Robert B.	11/24/2008	1.50	390.00	585.00	Review DIP proposal.
	Williams, Heather G.	11/24/2008	0.50	330.00	165.00	Review pre-petition loan agreement.
	Atkinson, Michael L.	11/26/2008	4.00	460.00	1,840.00	Review and analyze documents re: pending DIP financing motion. Prepare analyses re: same.
	Davis, Guy A.	11/30/2008	1.00	460.00	460.00	Model DIP alternatives.
	Atkinson, Michael L.	12/5/2008	1.20	460.00	552.00	Prepare and update potential objection points w/ supporting documentation to DIP financing motion.
	Crockett, Jason N.	12/6/2008	1.30	300.00	390.00	Prepare analysis and draft correspondence regarding 2-for-1 credit deals and impact.
	Crockett, Jason N.	12/8/2008	0.20	300.00	60.00	Review correspondence re: DIP hearing, meeting, and terms.
	Atkinson, Michael L.	12/9/2008	1.40	460.00	644.00	Review and analyze DIP terms and borrowing base analyses.
	Crockett, Jason N.	12/9/2008	0.70	300.00	210.00	Review DIP loan agreement for availability block and minimum availability covenant.
	Crockett, Jason N.	12/9/2008	0.40	300.00	120.00	Review DIP term sheet.
	Davis, Guy A.	12/9/2008	2.00	460.00	920.00	Conference call w/ Debtor re DIP Objection Trade Terms.
	Loza, Alicia A.	12/9/2008	3.00	330.00	990.00	Revise Debtor prepared DIP forecast for actual conditions and revised assumptions.
	Loza, Alicia A.	12/9/2008	1.20	330.00	396.00	Analyze DIP projections prepared by Debtor.

**Circuit City Stores, Inc.**

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**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
448 BANKRUPTCY-FINANCING						
	Roski, Suzanne B.	12/9/2008	0.80	440.00	352.00	Prepare for and participate in call with Committee advisors re proposed term sheet for modifications to DIP.
	Crockett, Jason N.	12/10/2008	1.20	300.00	360.00	Review proposed DIP letter to banks.
	Davis, Guy A.	12/10/2008	4.00	460.00	1,840.00	Prepare for call. Meet w/ FTI at Circuit City.
	Davis, Guy A.	12/10/2008	2.00	460.00	920.00	Conference calls re preparation for bank meeting.
	Davis, Guy A.	12/10/2008	1.00	460.00	460.00	Review letter to bank.
	Loza, Alicia A.	12/10/2008	3.20	330.00	1,056.00	Review and analyze DIP projections.
	Loza, Alicia A.	12/10/2008	2.50	330.00	825.00	Prepare and meet with FTI re revised DIP projections.
	Roski, Suzanne B.	12/10/2008	0.50	440.00	220.00	Participate in call with Committee professionals in preparation for all-hands call.
	Atkinson, Michael L.	12/11/2008	1.40	460.00	644.00	Review and analyze proposed financing, covenants and availability.
	Crockett, Jason N.	12/11/2008	2.30	300.00	690.00	Review of proposed DIP financing letter and discussion of issues, need for availability, implications of additional availability.
	Crockett, Jason N.	12/11/2008	0.30	300.00	90.00	Review of revised DIP letter to bank group.
	Davis, Guy A.	12/11/2008	5.50	460.00	2,530.00	Prepare for bank meeting, conference calls w/ counsel.
	Loza, Alicia A.	12/11/2008	2.20	330.00	726.00	Prepare schedules for bank meeting.
	Roski, Suzanne B.	12/11/2008	2.10	440.00	924.00	Prepare slides and materials for bank meeting.
	Roski, Suzanne B.	12/11/2008	1.80	440.00	792.00	Review recent results, Liquidation Analysis scenarios, DIP cashflows in preparation for bank meeting.
	Roski, Suzanne B.	12/11/2008	1.00	440.00	440.00	Participate in telecon with professionals – Committee and Debtors' – to prepare for bank meeting.
	Roski, Suzanne B.	12/11/2008	0.80	440.00	352.00	Determine cashflow scenarios to model for preparation for bank meeting. Prepare analyses to review with counsel.
	Roski, Suzanne B.	12/11/2008	0.40	440.00	176.00	Telecon with FTI re preparation for bank meeting.
	Atkinson, Michael L.	12/12/2008	3.10	460.00	1,426.00	Prepare for and participate in meeting w/ debtor, secured lender, and case professionals re: proposed DIP funding and committee's current concerns.
	Loza, Alicia A.	12/12/2008	2.80	330.00	924.00	Work on discovery for DIP hearing.
	Roski, Suzanne B.	12/12/2008	5.50	440.00	2,420.00	Prepare for and participate in Committee meeting with debtor and bank group re DIP negotiations. Participate in Committee calls during breaks.
	Smith, IV, Robert B.	12/12/2008	3.50	390.00	1,365.00	Review DIP objection and pleadings.

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448	BANKRUPTCY-FINANCING					
	Davis, Guy A.	12/14/2008	6.00	460.00	2,760.00	Prepare analysis for Committee re DIP scenario.
	Davis, Guy A.	12/15/2008	6.50	460.00	2,990.00	Revise analysis of DIP.
	Davis, Guy A.	12/15/2008	3.00	460.00	1,380.00	Participate in conference calls in preparation for DIP trial.
	Loza, Alicia A.	12/15/2008	3.50	330.00	1,155.00	Prepare deposition questions re DIP financing hearing - Bank Representative.
	Loza, Alicia A.	12/15/2008	3.50	330.00	1,155.00	Prepare deposition questions re DIP financing hearing - CFO.
	Loza, Alicia A.	12/15/2008	2.80	330.00	924.00	Prepare sensitivity analyses re DIP financing projections.
	Loza, Alicia A.	12/15/2008	1.80	330.00	594.00	Prepare for Committee call re DIP financing vs Cash Collateral.
	Loza, Alicia A.	12/15/2008	1.60	330.00	528.00	Prepare and attend Committee call re DIP financing.
	Loza, Alicia A.	12/15/2008	1.50	330.00	495.00	Prepare deposition questions for DIP hearing - FTI representative.
	Roski, Suzanne B.	12/15/2008	3.40	440.00	1,496.00	Develop scenarios and analyses re various DIP proposals and resultant projected returns to creditors. Distribute to Committee and counsel.
	Roski, Suzanne B.	12/15/2008	1.30	440.00	572.00	Prepare for and participate in Committee professionals re DIP negotiations and litigation.
	Roski, Suzanne B.	12/15/2008	1.20	440.00	528.00	Prepare for and participate in Committee professionals re DIP negotiations and litigation.
	Davis, Guy A.	12/16/2008	2.50	460.00	1,150.00	Prepare for and attend Committee call/ presentation re DIP Analysis.
	Davis, Guy A.	12/16/2008	2.00	460.00	920.00	Prepare for DIP hearing and testimony.
	Loza, Alicia A.	12/16/2008	4.60	330.00	1,518.00	Meet with counsel. Prepare for DIP financing depositions and hearing.
	Loza, Alicia A.	12/16/2008	4.20	330.00	1,386.00	Prepare deposition questions re DIP financing hearing.
	Roski, Suzanne B.	12/16/2008	1.40	440.00	616.00	Prepare for and participate in call with Committee re DIP litigation and negotiations.
	Roski, Suzanne B.	12/16/2008	0.80	440.00	352.00	Telecon with counsel and Committee members re negotiations in DIP matter.
	Crockett, Jason N.	12/17/2008	0.30	300.00	90.00	Review updates regarding status of DIP objection and resolution.
	Warsaw, Shai	1/29/2009	1.30	190.00	247.00	Review and analyze DIP budget and assumptions.
	<b>BANKRUPTCY-FINANCING TOTAL</b>		<b>136.10</b>		<b>\$53,112.00</b>	

**Circuit City Stores, Inc.**

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**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450 BANKRUPTCY-MEETINGS OF CREDITORS						
Category Description: Preparing for and attending the conference of creditors, the Section 341(a) meeting and other creditors' committee meetings.						
	Davis, Guy A.	11/18/2008	2.00	460.00	920.00	Meet w/ Committee. Prepare debtor questions and document requests.
	Smith, IV, Robert B.	11/18/2008	2.00	390.00	780.00	Prepare questions and document requests.
	Davis, Guy A.	11/19/2008	5.00	460.00	2,300.00	Meet w/ Debtor and Creditors' Committee.
	Roski, Suzanne B.	11/19/2008	5.30	440.00	2,332.00	Participate in meeting with Debtors, their advisors, Committee members and advisors.
	Smith, IV, Robert B.	11/19/2008	5.40	390.00	2,106.00	Meet w/ debtor and Creditors' Committee.
	Smith, IV, Robert B.	11/19/2008	4.10	390.00	1,599.00	Prepare for Creditor' Committee meeting.
	Smith, IV, Robert B.	11/20/2008	1.30	390.00	507.00	Prepare open items for meeting of creditors.
	Williams, Heather G.	11/20/2008	3.70	330.00	1,221.00	Gather information to support exhibits for Committee presentation.
	Atkinson, Michael L.	11/22/2008	2.50	460.00	1,150.00	Review and update presentation materials for conference call w/ committee members and counsel.
	Crockett, Jason N.	11/22/2008	2.40	300.00	720.00	Prepare information for presentation to Committee re: 4-wall analysis.
	Atkinson, Michael L.	11/23/2008	7.00	460.00	3,220.00	Prepare and update presentation materials for conference call w/ committee members re: current financial projections, 4-wall analysis, store closing status and recent budget v actual figures provided by FTI.
	Crockett, Jason N.	11/23/2008	3.90	300.00	1,170.00	Prepare slides and information for Committee call re: 4-wall analysis.
	Crockett, Jason N.	11/23/2008	2.40	300.00	720.00	Generate analyses for committee presentation re: 4-wall sensitivity to sales, additional store closures.
	Crockett, Jason N.	11/23/2008	2.10	300.00	630.00	Prepare framework for presentation.
	Roski, Suzanne B.	11/23/2008	3.90	440.00	1,716.00	Prepare presentation for 1st Interim UCC meeting.
	Atkinson, Michael L.	11/24/2008	1.70	460.00	782.00	Review current inventory levels and discuss w/ counsel.
	Crockett, Jason N.	11/24/2008	3.70	300.00	1,110.00	Prepare updates to slide for presentation re: liquidation analysis, 13-week cash flows, 4-wall analysis.
	Crockett, Jason N.	11/24/2008	2.50	300.00	750.00	Perform analyses of store-level data for committee presentation re: long term viability.
	Crockett, Jason N.	11/24/2008	0.90	300.00	270.00	Update presentation to reflect Jefferies information.
	Crockett, Jason N.	11/24/2008	0.30	300.00	90.00	Review call agenda and discuss timing.
	Davis, Guy A.	11/24/2008	8.50	460.00	3,910.00	Prepare for meeting w/ Committee. Conf. calls w/ counsel and Jefferies.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Davis, Guy A.	11/24/2008	2.50	460.00	1,150.00	Revise PowerPoint. Review w/ counsel.
	Koehler, Justin F.	11/24/2008	3.30	300.00	990.00	Review debtors 16-week cashflow and create slides for presentation to creditors committee.
	Koehler, Justin F.	11/24/2008	3.20	300.00	960.00	Review bankruptcy filings and update presentation for creditors committee meeting.
	Massell, Eric M	11/24/2008	2.70	220.00	594.00	Prepare exhibits for committee meeting.
	Roski, Suzanne B.	11/24/2008	3.80	440.00	1,672.00	Prepare presentation materials for 11/25 Committee meeting.
	Roski, Suzanne B.	11/24/2008	2.10	440.00	924.00	Prepare for and participate in telecon with counsel and Jefferies re preliminary findings and Committee meeting.
	Roski, Suzanne B.	11/24/2008	1.40	440.00	616.00	Update and revise presentation materials for 11/25 Committee meeting.
	Roski, Suzanne B.	11/24/2008	1.40	440.00	616.00	Review information received from K. Breitenbecher and develop related analyses for presentation to Committee.
	Smith, IV, Robert B.	11/24/2008	3.80	390.00	1,482.00	Prepare for creditors' committee presentation.
	Smith, IV, Robert B.	11/24/2008	3.50	390.00	1,365.00	Prepare slides for presentation for creditors' committee.
	Smith, IV, Robert B.	11/24/2008	3.00	390.00	1,170.00	Prepare slides for meeting w/ creditors committee.
	Smith, Matthew S.	11/24/2008	3.70	220.00	814.00	Prepare exhibits for creditors' committee.
	Smith, Matthew S.	11/24/2008	2.10	220.00	462.00	Revise presentation for creditors' committee.
	Williams, Heather G.	11/24/2008	1.50	330.00	495.00	Prepare vendor exhibits for Committee presentation.
	Atkinson, Michael L.	11/25/2008	2.50	460.00	1,150.00	Prepare for and participate in conference call w/ committee members.
	Crockett, Jason N.	11/25/2008	2.80	300.00	840.00	Prepare for and participate in committee call and call with debtors.
	Crockett, Jason N.	11/25/2008	2.30	300.00	690.00	Prepare charts regarding historical EBITDA and same store sales declines by quarter.
	Crockett, Jason N.	11/25/2008	1.90	300.00	570.00	Perform financial analyses for presentation to creditors' committee.
	Crockett, Jason N.	11/25/2008	0.90	300.00	270.00	Prepare updates to committee presentation slides.
	Davis, Guy A.	11/25/2008	5.50	460.00	2,530.00	Prepare for and attend call w/ committee.
	Frisvold, Andrew M	11/25/2008	0.30	200.00	60.00	Update presentation for Committee.
	Roski, Suzanne B.	11/25/2008	3.80	440.00	1,672.00	Revise and update presentation materials for first interim call with Committee.
	Roski, Suzanne B.	11/25/2008	2.20	440.00	968.00	Participate in Committee and professionals call and open Committee matters.
	Roski, Suzanne B.	11/25/2008	0.90	440.00	396.00	Call with Debtor, its professionals, and Committee and professionals.

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450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Roski, Suzanne B.	11/25/2008	0.80	440.00	352.00	Prepare for presentation to Committee during scheduled call.
	Roski, Suzanne B.	11/25/2008	0.30	440.00	132.00	Call with counsel in preparation for Committee call.
	Smith, IV, Robert B.	11/25/2008	2.30	390.00	897.00	Participate in first creditors' committee call.
	Smith, IV, Robert B.	11/25/2008	0.80	390.00	312.00	Participate in conference call w/ debtor.
	Smith, Matthew S.	11/25/2008	2.70	220.00	594.00	Revise exhibits for meeting with Creditors' Committee.
	Smith, Matthew S.	11/25/2008	2.40	220.00	528.00	Prepare for meeting with Creditors' Committee.
	Smith, Matthew S.	11/25/2008	1.30	220.00	286.00	Prepare exhibits for presentation.
	Crockett, Jason N.	11/28/2008	1.60	300.00	480.00	Prepare for and participate in conference call regarding analyses required in advance of committee call on Monday and Thursday meetings.
	Crockett, Jason N.	11/28/2008	0.70	300.00	210.00	Call with J. Pomerantz and R. Feinstein re: upcoming committee meeting and issues.
	Davis, Guy A.	11/28/2008	2.00	460.00	920.00	Conf. call re open items in preparation for DC meeting.
	Roski, Suzanne B.	11/30/2008	1.90	440.00	836.00	Prepare analyses and materials for 12/01 call with Committee.
	Atkinson, Michael L.	12/1/2008	3.00	460.00	1,380.00	Prepare for and participate in conference call w/ committee members.
	Crockett, Jason N.	12/1/2008	2.70	300.00	810.00	Prepare for committee call regarding required vendors terms and review summary of motions, analysis of budget to actuals, recent news, objections.
	Crockett, Jason N.	12/1/2008	0.30	300.00	90.00	Discuss expected payouts in recent large retail bankruptcies.
	Roski, Suzanne B.	12/1/2008	2.10	440.00	924.00	Prepare for and participate in Committee call, including providing financial advisors' update.
	Roski, Suzanne B.	12/1/2008	1.90	440.00	836.00	Prepare financial update materials for Committee call.
	Smith, IV, Robert B.	12/1/2008	4.80	390.00	1,872.00	Prepare for and participate in committee call.
	Crockett, Jason N.	12/2/2008	2.20	300.00	660.00	Prepare committee presentation.
	Taylor, Brian	12/2/2008	3.80	180.00	684.00	Work on Liquidation Analysis for Circuit City.
	Taylor, Brian	12/2/2008	1.40	180.00	252.00	Prepare update on the Circuit City case for liquidation analysis.
	Taylor, Brian	12/2/2008	0.40	180.00	72.00	Review comments on the Liquidation Analysis.
	Atkinson, Michael L.	12/3/2008	1.40	460.00	644.00	Prepare for and participate in conference call w/ Jefferies re: presentation materials for committee members.
	Crockett, Jason N.	12/3/2008	2.50	300.00	750.00	Prepare committee presentation and perform updated analyses.
	Crockett, Jason N.	12/3/2008	2.20	300.00	660.00	Review business plan and prepare analyses for committee.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Crockett, Jason N.	12/3/2008	2.00	300.00	600.00	Review financial information and incorporate into committee materials.
	Crockett, Jason N.	12/3/2008	1.50	300.00	450.00	Review counteroffer from FTI re: fees and incorporate into presentation.
	Crockett, Jason N.	12/3/2008	0.70	300.00	210.00	Review Jefferies presentation material.
	Crockett, Jason N.	12/3/2008	0.30	300.00	90.00	Call A. Steinberg re: joint presentation.
	Davis, Guy A.	12/3/2008	9.00	460.00	4,140.00	Prepare for meeting w/ Committee.
	Davis, Guy A.	12/3/2008	2.00	460.00	920.00	Review, prepare presentation.
	Davis, Guy A.	12/3/2008	1.00	460.00	460.00	Revise presentation.
	Koehler, Justin F.	12/3/2008	4.60	300.00	1,380.00	Prepare slides for presentation to committee.
	Roski, Suzanne B.	12/3/2008	3.10	440.00	1,364.00	Prepare materials for 12/04 Committee and Debtor meetings.
	Roski, Suzanne B.	12/3/2008	0.80	440.00	352.00	Telecons with counsel re presentation and agenda for 12/04 Committee meeting.
	Smith, IV, Robert B.	12/3/2008	5.20	390.00	2,028.00	Prepare for creditors' committee meeting.
	Taylor, Brian	12/3/2008	2.40	180.00	432.00	Create second tab of consolidated value for Liquidation Analysis.
	Taylor, Brian	12/3/2008	1.90	180.00	342.00	Create versions of graphs for liquidation analysis; conversation and assist with integration into the presentation.
	Taylor, Brian	12/3/2008	1.60	180.00	288.00	Review liquidation analysis; complete all fields, add comments, clean formatting, add table and graph for Committee meeting.
	Taylor, Brian	12/3/2008	1.50	180.00	270.00	Retool Liquidation Analysis to feed forecasting.
	Taylor, Brian	12/3/2008	0.70	180.00	126.00	Update Liquidation Analysis with new values for Committee meeting.
	Taylor, Brian	12/3/2008	0.60	180.00	108.00	Review change comments for Liquidation Analysis.
	Williams, Heather G.	12/3/2008	3.90	330.00	1,287.00	Prepare exhibits re liquidation analysis / vendor terms for the Committee presentation.
	Williams, Heather G.	12/3/2008	2.90	330.00	957.00	Prepare exhibits re liquidation analysis for the Committee presentation.
	Williams, Heather G.	12/3/2008	2.60	330.00	858.00	Finalize exhibits for presentation, update presentation and forward to J. Crockett.
	Atkinson, Michael L.	12/4/2008	2.70	460.00	1,242.00	Review and revise presentation materials for meeting w/ creditors committee members and professionals.
	Atkinson, Michael L.	12/4/2008	1.30	460.00	598.00	Participate in conference call w/ committee professionals re: current business plan feasibility and proposed options.
	Davis, Guy A.	12/4/2008	7.00	460.00	3,220.00	Prepare for and meet w/ creditors and debtor in DC. Discuss terms and Debtor analyses and business plans.

**Circuit City Stores, Inc.**

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Roski, Suzanne B.	12/4/2008	5.80	440.00	2,552.00	Meet with Committee and also with debtor and its professionals.
	Smith, IV, Robert B.	12/4/2008	7.50	390.00	2,925.00	Prepare for and meet w/ creditors' committee, debtor, and counsel.
	Atkinson, Michael L.	12/5/2008	0.80	460.00	368.00	Participate in conference call w/ committee professionals re: DIP financing, committees position and potential objection points.
	Atkinson, Michael L.	12/5/2008	0.40	460.00	184.00	Participate in conference call w/ committee professionals re: recent budget v actual cash flows provided by debtor.
	Torbert, Misty D.	12/5/2008	2.30	210.00	483.00	Review and analyze compiled research and prepare/update analysis of unsecured payout percentages in the retail industry pursuant to committee members request; forward to M. Atkinson to review.
	Atkinson, Michael L.	12/6/2008	1.60	460.00	736.00	Prepare for and participate in conference calls regarding trade credit analysis for top three vendors.
	Loza, Alicia A.	12/8/2008	3.80	330.00	1,254.00	Review documents received from FTI. Develop reporting for Creditors' Committee meetings.
	Atkinson, Michael L.	12/9/2008	2.40	460.00	1,104.00	Prepare for and participate in conference call w/ committee professionals re: DIP financing, proposed modifications, and liquidation scenarios.
	Crockett, Jason N.	12/9/2008	1.30	300.00	390.00	Preparation and call regarding DIP terms, sources of trade credit, financing.
	Davis, Guy A.	12/9/2008	3.80	460.00	1,748.00	Prepare for committee call. Review debtor financial information.
	Davis, Guy A.	12/9/2008	2.00	460.00	920.00	Committee call re trade terms.
	Loza, Alicia A.	12/9/2008	1.60	330.00	528.00	Participate in call with Committee.
	Loza, Alicia A.	12/9/2008	1.30	330.00	429.00	Prepare and attend call with counsel re revised DIP projections.
	Atkinson, Michael L.	12/10/2008	2.80	460.00	1,288.00	Prepare for and participate in conference call w/ committee members and professionals.
	Atkinson, Michael L.	12/10/2008	1.30	460.00	598.00	Prepare for and participate in conference call w/ committee professionals.
	Roski, Suzanne B.	12/10/2008	1.50	440.00	660.00	Participate in Committee call re DIP negotiations.
	Roski, Suzanne B.	12/10/2008	0.60	440.00	264.00	Participate in follow on Committee call re DIP negotiations.
	Smith, IV, Robert B.	12/10/2008	2.70	390.00	1,053.00	Attend creditors' committee conference call.
	Williams, Heather G.	12/10/2008	0.90	330.00	297.00	Participate in Committee call.
	Atkinson, Michael L.	12/11/2008	2.30	460.00	1,058.00	Prepare for and participate in conference call re: committee meeting and presentation materials.
	Smith, IV, Robert B.	12/11/2008	2.50	390.00	975.00	Prepare for and participate in committee call w/ debtor's professionals.
	Smith, IV, Robert B.	12/11/2008	1.80	390.00	702.00	Respond to creditor inquiries.

**Circuit City Stores, Inc.**

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Williams, Heather G.	12/11/2008	3.50	330.00	1,155.00	Prepare analyses and associated presentation materials for Bank meeting.
	Davis, Guy A.	12/12/2008	4.50	460.00	2,070.00	Attend meetings and conf. calls in NY.
	Smith, IV, Robert B.	12/12/2008	1.50	390.00	585.00	Participate in call w/ creditors.
	Smith, IV, Robert B.	12/12/2008	1.00	390.00	390.00	Participate in call w/ creditors re debtor meeting.
	Williams, Heather G.	12/12/2008	1.80	330.00	594.00	Participate in CC conference call re Bank meeting status.
	Williams, Heather G.	12/12/2008	1.00	330.00	330.00	Participate in conference call re Bank meeting status and DIP negotiations.
	Smith, IV, Robert B.	12/15/2008	0.70	390.00	273.00	Participate in committee call.
	Atkinson, Michael L.	12/16/2008	2.70	460.00	1,242.00	Review and revise committee presentation materials and supporting documentation.
	Atkinson, Michael L.	12/19/2008	2.30	460.00	1,058.00	Prepare and update presentation materials for creditors committee re: cash position, cash flows, and liquidation scenarios.
	Smith, IV, Robert B.	12/22/2008	0.90	390.00	351.00	Participate in Committee professionals call.
	Atkinson, Michael L.	12/23/2008	2.20	460.00	1,012.00	Participate in conference call w/ committee members and professionals.
	Atkinson, Michael L.	12/23/2008	2.10	460.00	966.00	Participate in conference call w/ Rothchild and creditors committee members and professionals.
	Crockett, Jason N.	12/23/2008	2.60	300.00	780.00	Prepare Protiviti financial update for distribution to committee.
	Davis, Guy A.	12/23/2008	2.00	460.00	920.00	Participate in conf. call w/ Committee and Rothschild.
	Loza, Alicia A.	12/23/2008	1.80	330.00	594.00	Prepare for and participate in call with Committee re recent case activity, financial results and going concern sale activity. Call with Rothschild re going concern sale.
	Roski, Suzanne B.	12/23/2008	1.90	440.00	836.00	Review counsel-prepared reports / analyses and participate in Committee call re same.
	Smith, IV, Robert B.	12/23/2008	2.20	390.00	858.00	Prepare for Committee call.
	Smith, IV, Robert B.	12/23/2008	2.00	390.00	780.00	Prepare for and participate in Committee call.
	Atkinson, Michael L.	1/1/2009	3.20	470.00	1,504.00	Prepare, review and revise presentation for conference call w/ committee members and professionals.
	Crockett, Jason N.	1/1/2009	2.60	330.00	858.00	Prepare presentation for creditors' committee, analyze recent financial performance, review budget, and update projections.
	Atkinson, Michael L.	1/2/2009	2.10	470.00	987.00	Participate on conference call w/ committee members and committee professionals.
	Atkinson, Michael L.	1/2/2009	1.80	470.00	846.00	Prepare and update presentation for conference call w/ committee members & professionals.
	Crockett, Jason N.	1/2/2009	1.90	330.00	627.00	Prepare financial update for creditors' committee.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Roski, Suzanne B.	1/2/2009	0.80	450.00	360.00	Prepare for and participate in Committee call.
	Roski, Suzanne B.	1/2/2009	0.70	450.00	315.00	Review and update materials for Protiviti presentation for 1/05 Committee call.
	Smith, IV, Robert B.	1/2/2009	1.20	400.00	480.00	Participate in Committee call w/ professionals.
	Atkinson, Michael L.	1/3/2009	0.40	470.00	188.00	Participate in conference call w/ committee counsel regarding discussion topics & talking points in preparation for conference call w/ the debtor.
	Davis, Guy A.	1/5/2009	1.00	470.00	470.00	Committee call re sale process.
	Roski, Suzanne B.	1/5/2009	1.10	450.00	495.00	Participate in Committee call.
	Roski, Suzanne B.	1/5/2009	0.80	450.00	360.00	Prepare analyses and commentary on Protiviti materials for Committee call. Review agenda items received from counsel.
	Smith, IV, Robert B.	1/5/2009	1.20	400.00	480.00	Participate in Committee call.
	Atkinson, Michael L.	1/7/2009	1.40	470.00	658.00	Participate in conference call w/ committee members and professionals.
	Atkinson, Michael L.	1/7/2009	1.10	470.00	517.00	Prepare for and participate in conference call w/ committee professionals and FTI representatives regarding liquidation analysis.
	Davis, Guy A.	1/7/2009	1.00	470.00	470.00	Participate in Committee call.
	Frisvold, Andrew M	1/7/2009	2.60	220.00	572.00	Prepare presentation to creditors' committee.
	Roski, Suzanne B.	1/7/2009	1.40	450.00	630.00	Prepare analyses for (updated 503b9 and preference) and participate in Committee call re update on sales process.
	Smith, IV, Robert B.	1/7/2009	1.40	400.00	560.00	Participate in creditors' call.
	Atkinson, Michael L.	1/8/2009	1.10	470.00	517.00	Prepare for and participate in conference call w/ committee professionals and members re: bid packages and case status.
	Davis, Guy A.	1/8/2009	1.00	470.00	470.00	Participate in Committee call.
	Roski, Suzanne B.	1/8/2009	0.80	450.00	360.00	Prepare for and participate in Committee call re sales process and current case timing.
	Smith, IV, Robert B.	1/8/2009	0.60	400.00	240.00	Participate in Committee call.
	Atkinson, Michael L.	1/12/2009	0.90	470.00	423.00	Review and revise presentation for meeting w/ committee members and professionals.
	Crockett, Jason N.	1/12/2009	1.10	330.00	363.00	Review materials for committee call including recent news, sale process update, schedules and SOFAs, and list of potential store closings.
	Davis, Guy A.	1/12/2009	2.00	470.00	940.00	Prepare for and attend Committee call.
	Frisvold, Andrew M	1/12/2009	1.90	220.00	418.00	Review documents in preparation of creditors' committee conference call.
	Roski, Suzanne B.	1/12/2009	1.50	450.00	675.00	Prepare for and participate in Committee call re sales / auction processes.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Smith, IV, Robert B.	1/12/2009	1.20	400.00	480.00	Participate in Committee call.
	Smith, IV, Robert B.	1/12/2009	0.70	400.00	280.00	Review materials for call w/ Committee.
	Davis, Guy A.	1/13/2009	1.90	470.00	893.00	Prepare for and attend conference call w/ Committee re GS vs. Liquidation.
	Roski, Suzanne B.	1/13/2009	0.90	450.00	405.00	Prepare for and participate in Committee call re sale / auction status.
	Crockett, Jason N.	1/14/2009	1.60	330.00	528.00	Meetings and conference call with committee members re: auction analysis and discussion and comparison of bids.
	Davis, Guy A.	1/14/2009	0.90	470.00	423.00	Committee conference call.
	Loza, Alicia A.	1/14/2009	0.60	340.00	204.00	Call with Committee re bids.
	Roski, Suzanne B.	1/14/2009	0.80	450.00	360.00	Prepare for and participate in Committee call re auction process.
	Roski, Suzanne B.	1/14/2009	0.50	450.00	225.00	Prepare for and participate in follow up call with Committee re auction process and adjournment.
	Atkinson, Michael L.	1/15/2009	3.50	470.00	1,645.00	Prepare for and participate in conference call w/ committee members and professionals re: upcoming auction and bid comparisons.
	Atkinson, Michael L.	1/15/2009	3.20	470.00	1,504.00	Participate in conference call w/ committee members re: bid details and status of negotiations.
	Atkinson, Michael L.	1/15/2009	2.20	470.00	1,034.00	Prepare for and participate in conference calls w/ committee professionals regarding issues and values of current bids.
	Atkinson, Michael L.	1/15/2009	1.80	470.00	846.00	Review and revise committee presentation re: current bids and proposed term revisions.
	Crockett, Jason N.	1/15/2009	3.80	330.00	1,254.00	Prepare presentation for committee regarding revised bids.
	Crockett, Jason N.	1/15/2009	3.50	330.00	1,155.00	Meetings and conference call with committee members re: auction analysis and discussion and comparison of bids.
	Crockett, Jason N.	1/15/2009	3.20	330.00	1,056.00	Discussion with committee members, review of detailed analyses, and analysis and negotiation of bids.
	Crockett, Jason N.	1/15/2009	1.20	330.00	396.00	Review presentation and prepare for committee call.
	Davis, Guy A.	1/15/2009	4.30	470.00	2,021.00	Prepare for and attend two conference calls re liquidation bids, including Marcum presentation of 180 Store Plan.
	Roski, Suzanne B.	1/15/2009	2.40	450.00	1,080.00	Prepare for and participate in Committee call re auction and re Debtors' presentation.
	Roski, Suzanne B.	1/15/2009	1.10	450.00	495.00	Review and edit presentation materials and new bids in advance of Committee calls.
	Roski, Suzanne B.	1/15/2009	0.90	450.00	405.00	Participate in resumed call re auction status.
	Smith, IV, Robert B.	1/15/2009	1.50	400.00	600.00	Prepare for and participate in call w/ Committee re going concern v. litigation.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
450	BANKRUPTCY-MEETINGS OF CREDITORS					
	Smith, IV, Robert B.	1/15/2009	1.40	400.00	560.00	Participate in call w/ Committee and Debtor re auction and 180-Store plan.
	Atkinson, Michael L.	1/16/2009	2.30	470.00	1,081.00	Prepare for and participate in conference call re: bid terms & auction results.
	Crockett, Jason N.	1/16/2009	1.90	330.00	627.00	Prepare presentation for committee regarding final accepted bid.
	Davis, Guy A.	1/19/2009	1.80	470.00	846.00	Prepare for committee professionals call. Design proposed workstream and priorities for discussion with committee.
	Atkinson, Michael L.	1/21/2009	1.80	470.00	846.00	Review and revise presentation materials for committee members re: current financial information and case status updates.
	Crockett, Jason N.	1/21/2009	2.60	330.00	858.00	Prepare financial update presentation for Committee and review of weekly committee materials.
	Atkinson, Michael L.	1/23/2009	1.50	470.00	705.00	Review and revise presentation materials in preparation for conference call w/ committee members and professionals.
	Atkinson, Michael L.	1/26/2009	2.00	470.00	940.00	Review and revise presentation materials for conference call w/ committee members and professionals.
	Atkinson, Michael L.	1/26/2009	1.80	470.00	846.00	Participate in conference call w/ committee members and professionals re: case status update.
	Crockett, Jason N.	1/26/2009	2.50	330.00	825.00	Prepare updated presentation for Committee call.
	Crockett, Jason N.	1/26/2009	1.20	330.00	396.00	Prepare for and participate in Committee call.
	Davis, Guy A.	1/26/2009	3.50	470.00	1,645.00	Prepare for and attend committee call. Prepare workplan for committee consideration.
	Roski, Suzanne B.	1/26/2009	1.20	450.00	540.00	Prepare for and participate in Committee call.
	Smith, IV, Robert B.	1/26/2009	1.00	400.00	400.00	Participate in Committee call re liquidation.
	Atkinson, Michael L.	1/27/2009	1.30	470.00	611.00	Prepare for and participate in conference call re: InterTan.
	Crockett, Jason N.	1/27/2009	0.80	330.00	264.00	Prepare for and participate in committee call regarding InterTAN.
	<b>BANKRUPTCY-MEETINGS OF CREDITORS TOTAL</b>		<b>433.10</b>		<b>\$167,734.00</b>	

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454 BANKRUPTCY-BUSINESS ANALYSIS						
Category Description: Preparation and review of company business plan; development and review of strategies; preparation and review of cash flow forecasts and feasibility studies.						
	Frisvold, Andrew M	11/19/2008	1.20	200.00	240.00	Research four wall analysis.
	Atkinson, Michael L.	11/20/2008	3.50	460.00	1,610.00	Review and analyze 4-wall analysis, DIP budget and financial information, and net cash availability.
	Atkinson, Michael L.	11/20/2008	1.50	460.00	690.00	Prepare for and participate in conference call w/ FTI and counsel.
	Carlton, Andrew	11/20/2008	2.40	180.00	432.00	Work on Vendor Analysis.
	Carlton, Andrew	11/20/2008	1.80	180.00	324.00	Meeting with FTI, Jefferies, Rothschild.
	Carlton, Andrew	11/20/2008	1.60	180.00	288.00	Meeting with FTI, Jefferies, Rothschild.
	Carlton, Andrew	11/20/2008	1.40	180.00	252.00	Meeting with Jefferies.
	Crockett, Jason N.	11/20/2008	2.20	300.00	660.00	Meeting with FTI regarding 4-wall analysis, review of analysis and supporting information.
	Crockett, Jason N.	11/20/2008	1.70	300.00	510.00	Prepare for meeting and meet with FTI to discuss 13-week budget and assumptions.
	Crockett, Jason N.	11/20/2008	1.30	300.00	390.00	Review DIP budget and financial information.
	Roski, Suzanne B.	11/20/2008	2.30	440.00	1,012.00	Review FTI-prepared DIP cashflows. Generate questions / comments on same.
	Roski, Suzanne B.	11/20/2008	1.20	440.00	528.00	Review FTI-prepared 4-walls analysis and store closing presentation. Generate questions / comments re same.
	Smith, IV, Robert B.	11/20/2008	4.10	390.00	1,599.00	Review cash flow forecasts.
	Smith, IV, Robert B.	11/20/2008	2.00	390.00	780.00	Review cash flow forecasts.
	Smith, IV, Robert B.	11/20/2008	1.60	390.00	624.00	Meet with debtor's advisors re cash flows.
	Smith, IV, Robert B.	11/20/2008	1.00	390.00	390.00	Review 13-week cash flows.
	Smith, IV, Robert B.	11/20/2008	1.00	390.00	390.00	Meet w/ debtor's advisors re four walls analysis.
	Williams, Heather G.	11/20/2008	2.20	330.00	726.00	Meet w/ FTI and review 13 week cash flow projections.
	Williams, Heather G.	11/20/2008	1.20	330.00	396.00	Meet w/ FTI to review four walls analysis.
	Atkinson, Michael L.	11/21/2008	4.00	460.00	1,840.00	Review and analyze 13 week budget.
	Carlton, Andrew	11/21/2008	2.60	180.00	468.00	Work on Vendor Analysis.
	Crockett, Jason N.	11/21/2008	2.80	300.00	840.00	Review 13-week live model.

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454 BANKRUPTCY-BUSINESS ANALYSIS						
	Crockett, Jason N.	11/21/2008	1.20	300.00	360.00	Review live 4-wall model and individual information for 744 stores to gain comfort with closure decisions.
	Davis, Guy A.	11/21/2008	1.00	460.00	460.00	Call FTI re 13-week model.
	Roski, Suzanne B.	11/21/2008	2.20	440.00	968.00	Review FTI-prepared 4-walls analysis and store closing presentation. Prepare analyses on same.
	Roski, Suzanne B.	11/21/2008	1.60	440.00	704.00	Review FTI-prepared DIP cashflows. Generate questions / comments on same.
	Roski, Suzanne B.	11/21/2008	0.80	440.00	352.00	Meet with B. Besanko and K. Breitenbecher re inventory shortfall.
	Smith, IV, Robert B.	11/21/2008	3.70	390.00	1,443.00	Prepare cash flow summary slides.
	Smith, IV, Robert B.	11/21/2008	3.50	390.00	1,365.00	Review cash flow forecasts.
	Williams, Heather G.	11/21/2008	3.00	330.00	990.00	Review four walls analysis and identify GOB stores, first day motion rejected stores and go-forward stores.
	Williams, Heather G.	11/21/2008	1.20	330.00	396.00	Review vendor terms and purchase history.
	Atkinson, Michael L.	11/22/2008	5.50	460.00	2,530.00	Review and analyze store level profitability reports, cash flows, DIP budget and 13-week model revisions.
	Crockett, Jason N.	11/22/2008	3.50	300.00	1,050.00	Continue to review live 4-wall model and individual information for 744 stores to gain comfort with closure decisions.
	Crockett, Jason N.	11/22/2008	1.20	300.00	360.00	Review DIP budget.
	Crockett, Jason N.	11/22/2008	0.90	300.00	270.00	Correspondence re: 13-week model and model extension.
	Frisvold, Andrew M	11/22/2008	2.80	200.00	560.00	Review, analyze, and update 13 week projections.
	Roski, Suzanne B.	11/22/2008	3.70	440.00	1,628.00	Prepare analyses related to 4-walls analysis and various alternate scenarios re future viability.
	Roski, Suzanne B.	11/22/2008	0.30	440.00	132.00	Review DIP models received from FTI and determine items required for work-around absent live models.
	Smith, IV, Robert B.	11/22/2008	1.50	390.00	585.00	Review 13-week cashflow analysis.
	Crockett, Jason N.	11/23/2008	2.00	300.00	600.00	Discuss need for live model and prepare list of scenarios/variables that would need to change. Review model.
	Crockett, Jason N.	11/23/2008	1.70	300.00	510.00	Prepare updates to model.
	Davis, Guy A.	11/23/2008	8.00	460.00	3,680.00	Develop 13-week and viability analysis for Circuit City. Prepare for 11/25 Committee meeting.
	Frisvold, Andrew M	11/23/2008	3.40	200.00	680.00	Review, analyze, and update 13 week projections.

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454	BANKRUPTCY-BUSINESS ANALYSIS					
	Roski, Suzanne B.	11/23/2008	3.70	440.00	1,628.00	Prepare analyses related to 4-walls analysis and various alternate scenarios re future viability.
	Roski, Suzanne B.	11/23/2008	2.40	440.00	1,056.00	Review updated DIP models provided by FTI. Determine additional scenarios required and procedures to perform work-around.
	Smith, IV, Robert B.	11/23/2008	5.20	390.00	2,028.00	Prepare questions for debtor's advisors re: cash flow forecast.
	Smith, IV, Robert B.	11/23/2008	2.80	390.00	1,092.00	Prepare cashflow assumptions and iterations.
	Smith, IV, Robert B.	11/23/2008	2.80	390.00	1,092.00	Review 13-week model from debtors.
	Atkinson, Michael L.	11/24/2008	2.30	460.00	1,058.00	Review and analyze store level operational details; update financial information and case status slides for committee presentation.
	Crockett, Jason N.	11/24/2008	2.90	300.00	870.00	Analyze seasonality to 4-wall analysis by quarter, by month to determine potential cash outlay prior to next holiday season.
	Crockett, Jason N.	11/24/2008	1.20	300.00	360.00	Review responses to inquiries re: 4-wall, SG&A and go-forward SG&A.
	Crockett, Jason N.	11/24/2008	0.80	300.00	240.00	Review 4-wall hard rent forecasts.
	Massell, Eric M	11/24/2008	3.20	220.00	704.00	Prepare analysis of on-going operations EBITDA for the prior 8 quarters. Compare to corporate overhead.
	Roski, Suzanne B.	11/24/2008	1.80	440.00	792.00	Review trade credit analysis and update / revise, compare to DIP projections.
	Smith, IV, Robert B.	11/24/2008	2.80	390.00	1,092.00	Meet w/ debtor's professionals re 16-week cashflow.
	Smith, IV, Robert B.	11/24/2008	1.40	390.00	546.00	Meet w/ debtors' professionals re: cash flow and variances.
	Williams, Heather G.	11/24/2008	2.50	330.00	825.00	Meet with FTI to review Cash Flow forecast.
	Williams, Heather G.	11/24/2008	1.50	330.00	495.00	Review borrowing base certificates provided by FTI.
	Williams, Heather G.	11/24/2008	1.20	330.00	396.00	Review prior year inventory per store levels and compare to forecasted store levels.
	Atkinson, Michael L.	11/25/2008	5.50	460.00	2,530.00	Review and revise 4-wall analysis, 13-week cash flows, and liquidation analysis.
	Crockett, Jason N.	11/25/2008	2.00	300.00	600.00	Review 4-wall analyses, perform sensitivity regarding sales.
	Roski, Suzanne B.	11/25/2008	1.70	440.00	748.00	Review additional DIP scenarios received from FTI in context of trade credit requested. Review trade terms analysis.
	Smith, IV, Robert B.	11/25/2008	3.30	390.00	1,287.00	Prepare analyses for call.
	Williams, Heather G.	11/25/2008	3.10	330.00	1,023.00	Review FTI 25 week cash flow model.
	Williams, Heather G.	11/25/2008	2.10	330.00	693.00	Review FTI 25 week cash flow model.
	Williams, Heather G.	11/25/2008	0.80	330.00	264.00	Review FTI 25 week cash flow model.

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454	BANKRUPTCY-BUSINESS ANALYSIS					
	Atkinson, Michael L.	11/26/2008	3.50	460.00	1,610.00	Prepare and update analysis re: different vendor terms assuming various rates for critical vendors.
	Smith, IV, Robert B.	11/26/2008	2.10	390.00	819.00	Review cash flow analyses.
	Williams, Heather G.	11/26/2008	3.70	330.00	1,221.00	Review FTI cash flow model. Modify with formulas.
	Atkinson, Michael L.	11/27/2008	1.00	460.00	460.00	Review and analyze recent budget v actual activity.
	Atkinson, Michael L.	11/28/2008	2.00	460.00	920.00	Review and analyze scenarios for 24 week cash flow budget.
	Atkinson, Michael L.	11/28/2008	1.75	460.00	805.00	Prepare for and participate in conference call re: updated vendor terms analysis based upon debtors' required cash needs.
	Atkinson, Michael L.	11/28/2008	1.50	460.00	690.00	Prepare for and participate in conference calls re: analyses to be performed and presented regarding liquidation scenarios and budget v actual cash flows.
	Smith, IV, Robert B.	11/28/2008	1.50	390.00	585.00	Review analyses re projections.
	Atkinson, Michael L.	11/29/2008	5.50	460.00	2,530.00	Prepare and analyze analysis identifying weekly inventory levels, accounts receivable balances, loan balance, availability based upon multiple scenarios, and the proposed required trade credit necessary under various scenarios.
	Atkinson, Michael L.	11/29/2008	2.00	460.00	920.00	Prepare for and participate in conference call w/ counsel re: vendor term analysis.
	Crockett, Jason N.	11/29/2008	2.70	300.00	810.00	Review analysis of cash flow model and required vendor terms and draft email to counsel.
	Smith, IV, Robert B.	11/29/2008	4.50	390.00	1,755.00	Prepare vendor credit scenarios.
	Atkinson, Michael L.	11/30/2008	1.00	460.00	460.00	Review and revise vendor trade term analysis.
	Crockett, Jason N.	11/30/2008	0.50	300.00	150.00	Review required vendor terms for cash flow model.
	Smith, IV, Robert B.	11/30/2008	5.00	390.00	1,950.00	Review pair passu and vendor credit.
	Atkinson, Michael L.	12/1/2008	1.50	460.00	690.00	Review and analyze liquidation analysis & consider sensitivity analysis related to such.
	Atkinson, Michael L.	12/1/2008	0.75	460.00	345.00	Review and discuss debtor's financial position w/ various committee members individually.
	Crockett, Jason N.	12/1/2008	2.30	300.00	690.00	Review vendor terms analysis, discuss options, one-off deals, impact on viability.
	Roski, Suzanne B.	12/1/2008	2.60	440.00	1,144.00	Review draft Liquidation Analysis provided by FTI. Formulate questions and follow up items.
	Roski, Suzanne B.	12/1/2008	1.60	440.00	704.00	Review and update Protiviti revisions to FTI pasted values model for use in scenario analyses.
	Williams, Heather G.	12/1/2008	3.10	330.00	1,023.00	Review / automate cash flow model.
	Williams, Heather G.	12/1/2008	1.50	330.00	495.00	Review / update cash flow model and liquidation analyses.

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454 BANKRUPTCY-BUSINESS ANALYSIS						
	Atkinson, Michael L.	12/2/2008	2.50	460.00	1,150.00	Prepare and analyze liquidation analysis and create list of questions for FTI.
	Atkinson, Michael L.	12/2/2008	2.00	460.00	920.00	Review the debtors business plan and consider questions related to such; discuss w/ counsel.
	Atkinson, Michael L.	12/2/2008	1.00	460.00	460.00	Prepare and analyze detailed vendor trade requirements by vendor class; discuss w/ counsel.
	Atkinson, Michael L.	12/2/2008	1.00	460.00	460.00	Review and analyze issues related to reconciling our understanding of the 24 week cash flow model.
	Crockett, Jason N.	12/2/2008	2.50	300.00	750.00	Review and analysis of liquidation analysis.
	Crockett, Jason N.	12/2/2008	1.20	300.00	360.00	Prepare updates and sensitivities to liquidation analysis.
	Crockett, Jason N.	12/2/2008	1.00	300.00	300.00	Review of business plan.
	Roski, Suzanne B.	12/2/2008	2.30	440.00	1,012.00	Meet with FTI / Debtor and follow on meeting with all ex CFO re Business Plan.
	Roski, Suzanne B.	12/2/2008	1.40	440.00	616.00	Review FTI-prepared Liquidation Analysis and Protiviti analyses to generate questions for FTI.
	Roski, Suzanne B.	12/2/2008	0.90	440.00	396.00	Meet with FTI re Liquidation Analysis.
	Roski, Suzanne B.	12/2/2008	0.80	440.00	352.00	Review updated DIP projections and relation of various ending balances to Liquidation Analysis.
	Smith, IV, Robert B.	12/2/2008	4.30	390.00	1,677.00	Review debtor's business plan.
	Smith, IV, Robert B.	12/2/2008	3.50	390.00	1,365.00	Review 24-week analyses.
	Williams, Heather G.	12/2/2008	2.20	330.00	726.00	Update cash flow model and open items.
	Williams, Heather G.	12/2/2008	1.50	330.00	495.00	Review Debtor Liquidation analysis. Extend to analyze future weeks.
	Williams, Heather G.	12/2/2008	0.50	330.00	165.00	Review cash flow model and list questions for FTI.
	Atkinson, Michael L.	12/3/2008	2.60	460.00	1,196.00	Review and revise liquidation analysis scenarios.
	Atkinson, Michael L.	12/3/2008	1.40	460.00	644.00	Review and analyze WARN Act payment analysis and prepare discussion points for counsel.
	Crockett, Jason N.	12/3/2008	1.70	300.00	510.00	Review management presentation.
	Crockett, Jason N.	12/3/2008	0.80	300.00	240.00	Review vendor analysis prepared by FTI.
	Davis, Guy A.	12/3/2008	1.50	460.00	690.00	Participate in conference calls w/ FTI re: cash flow analyses.
	Roski, Suzanne B.	12/3/2008	2.30	440.00	1,012.00	Run various cashflow scenarios with FTI and other vendor trade terms proposals.

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454 BANKRUPTCY-BUSINESS ANALYSIS						
	Roski, Suzanne B.	12/3/2008	2.20	440.00	968.00	Update liquidation analysis scenarios for sensitivity and various what-ifs, extensions of time, and recoveries.
	Roski, Suzanne B.	12/3/2008	1.30	440.00	572.00	Review company-prepared Management Presentation.
	Roski, Suzanne B.	12/3/2008	1.20	440.00	528.00	Review FTI-prepared SG&A reduction analysis.
	Smith, IV, Robert B.	12/3/2008	4.50	390.00	1,755.00	Review updates and models.
	Smith, IV, Robert B.	12/3/2008	4.00	390.00	1,560.00	Prepare for meeting w/ creditors' committee and debtor.
	Atkinson, Michael L.	12/4/2008	2.20	460.00	1,012.00	Review, analyze and update vendor trade analysis and trade credit scenarios.
	Atkinson, Michael L.	12/4/2008	1.30	460.00	598.00	Review and revise liquidation analysis scenarios and prepare talking points vs debtor's cash flow projections.
	Atkinson, Michael L.	12/4/2008	0.80	460.00	368.00	Review and analyze inventory appraisal information and current inventory levels and analyses provided by Debtor.
	Crockett, Jason N.	12/4/2008	2.40	300.00	720.00	Review detailed corporate overhead model.
	Crockett, Jason N.	12/4/2008	1.80	300.00	540.00	Review and analysis of management presentation financials.
	Roski, Suzanne B.	12/4/2008	0.70	440.00	308.00	Complete initial review of Company's Management Presentation. Tie financials to Business Plan and actual results.
	Williams, Heather G.	12/4/2008	2.50	330.00	825.00	Prepare for and meet with FTI to review the cash flow model.
	Atkinson, Michael L.	12/5/2008	1.40	460.00	644.00	Review, analyze, and update vendor terms analysis and potential impact on debtors' business plan.
	Atkinson, Michael L.	12/6/2008	3.10	460.00	1,426.00	Prepare an update trade credit analysis for top three vendors.
	Smith, IV, Robert B.	12/6/2008	1.80	390.00	702.00	Prepare for call w/ FTI, HP, Samsung and Debtors.
	Smith, IV, Robert B.	12/6/2008	1.40	390.00	546.00	Participate in second call w/ FTI, HP, Samsung and Debtors.
	Smith, IV, Robert B.	12/6/2008	1.20	390.00	468.00	Review new vendor terms analysis.
	Smith, IV, Robert B.	12/6/2008	1.00	390.00	390.00	Participate in call w/ FTI, HP, Samsung and Debtors.
	Atkinson, Michael L.	12/7/2008	1.90	460.00	874.00	Prepare and update liquidation analysis based upon multiple scenarios.
	Atkinson, Michael L.	12/7/2008	1.40	460.00	644.00	Prepare and update trade credit analysis for top three vendors.
	Crockett, Jason N.	12/7/2008	2.70	300.00	810.00	Prepare liquidation analysis scenarios with sensitivities, draft associated correspondence.
	Crockett, Jason N.	12/7/2008	0.40	300.00	120.00	Review FTI trade credit scenarios.
	Crockett, Jason N.	12/8/2008	2.40	300.00	720.00	Prepare liquidation scenarios and sensitivities.

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454 BANKRUPTCY-BUSINESS ANALYSIS						
	Crockett, Jason N.	12/8/2008	1.00	300.00	300.00	Review liquidation and trade credit scenarios and perform adjustments.
	Crockett, Jason N.	12/8/2008	0.60	300.00	180.00	Draft correspondence re: liquidation values, payout, and adjustments.
	Roski, Suzanne B.	12/8/2008	2.40	440.00	1,056.00	Review updates to liquidation analysis as requested by Committee members. Correspond with members re same.
	Smith, IV, Robert B.	12/8/2008	0.80	390.00	312.00	Review cash flow and variance analyses.
	Atkinson, Michael L.	12/9/2008	2.80	460.00	1,288.00	Review and analyze debtors' financials, recent budget v actual variances and impact on 13 wk cash flow projections.
	Crockett, Jason N.	12/9/2008	0.60	300.00	180.00	Analyze 24-week cash flow projections and changes in advance rates.
	Loza, Alicia A.	12/9/2008	1.80	330.00	594.00	Review Debtor presentation and analyses.
	Roski, Suzanne B.	12/9/2008	1.70	440.00	748.00	Review updates to cashflow models – both that provided by FTI and those modeled by Protiviti – to determine sensitivity to Committee returns and impact on liquidation.
	Roski, Suzanne B.	12/9/2008	0.90	440.00	396.00	Review impact on cashflows and liquidation resulting from proposed DIP modifications.
	Roski, Suzanne B.	12/9/2008	0.80	440.00	352.00	Prepare for and participate in call with FTI re modeling scenarios and information required for Committee decision-making.
	Roski, Suzanne B.	12/9/2008	0.70	440.00	308.00	Determine data missing for cashflow scenarios. Draft scenario and information request to FTI re same.
	Williams, Heather G.	12/9/2008	2.90	330.00	957.00	Update cash flow model. Add additional sales assumptions and post petition A/P assumptions.
	Williams, Heather G.	12/9/2008	2.60	330.00	858.00	Update cash flow model with actuals. Project future borrowing base levels.
	Crockett, Jason N.	12/10/2008	2.30	300.00	690.00	Review updated cash flow scenarios provided by FTI with actual results.
	Crockett, Jason N.	12/10/2008	1.80	300.00	540.00	Review cash flow model, update sales information to reflect recent historical results.
	Roski, Suzanne B.	12/10/2008	1.90	440.00	836.00	Prepare for and meet with FTI re updated DIP model and live model provided to Committee.
	Roski, Suzanne B.	12/10/2008	1.20	440.00	528.00	Review updated 13-week DIP cashflow model.
	Roski, Suzanne B.	12/10/2008	0.60	440.00	264.00	Review summary of 12/05 hearing. Design template to track first day payments as approved at hearing. Review for other items impacting Committee.
	Roski, Suzanne B.	12/10/2008	0.40	440.00	176.00	Review updated budget to actual DIP variance report.
	Smith, IV, Robert B.	12/10/2008	2.00	390.00	780.00	Meet w/ FTI re new projections.
	Smith, IV, Robert B.	12/10/2008	1.00	390.00	390.00	Review projections.

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454 BANKRUPTCY-BUSINESS ANALYSIS						
	Williams, Heather G.	12/10/2008	2.00	330.00	660.00	Prepare for and meet with FTI to review the updated cash flow and associated assumptions.
	Loza, Alicia A.	12/11/2008	2.10	330.00	693.00	Analyze sales reports. Prepare for meeting with FTI and company representative.
	Loza, Alicia A.	12/11/2008	1.90	330.00	627.00	Analyze sales variances.
	Loza, Alicia A.	12/11/2008	1.50	330.00	495.00	Meet with FTI and company representatives re past sales results and reasons for variances and projected sales levels going forward.
	Smith, IV, Robert B.	12/11/2008	1.50	390.00	585.00	Review liquidation analyses.
	Williams, Heather G.	12/11/2008	1.90	330.00	627.00	Review live model and run scenarios.
	Williams, Heather G.	12/11/2008	1.20	330.00	396.00	Update liquidation analysis w/ new budget figures.
	Crockett, Jason N.	12/12/2008	1.60	300.00	480.00	Prepare financial information, sensitivity analyses for committee call.
	Loza, Alicia A.	12/12/2008	2.70	330.00	891.00	Review Chase stipulation. Research Debtors' need for agreements.
	Crockett, Jason N.	12/15/2008	2.80	300.00	840.00	Prepare analyses requested by HP regarding DIP v. cash collateral with accelerated timeline.
	Crockett, Jason N.	12/15/2008	1.90	300.00	570.00	Layer liquidation analyses onto DIP and cash collateral scenarios.
	Crockett, Jason N.	12/15/2008	1.80	300.00	540.00	Update liquidation analyses to reflect potential going concern sales.
	Crockett, Jason N.	12/15/2008	1.80	300.00	540.00	Populate committee presentation template with cash flow scenario data.
	Crockett, Jason N.	12/15/2008	1.60	300.00	480.00	Perform sensitivity analyses regarding impact of decreased inventory purchases.
	Crockett, Jason N.	12/15/2008	1.30	300.00	390.00	Prepare analyses of liquidation values under different cash flow scenarios week by week.
	Loza, Alicia A.	12/15/2008	0.50	330.00	165.00	Correspond with FTI re sales flash data.
	Atkinson, Michael L.	12/16/2008	1.40	460.00	644.00	Review and revise liquidation analyses and cash collateral scenarios.
	Atkinson, Michael L.	12/16/2008	1.20	460.00	552.00	Review and analyze inventory details and cash flow impact on inventory purchases levels.
	Atkinson, Michael L.	12/16/2008	1.10	460.00	506.00	Review and revise projections and liquidation scenarios w/ recent cash flow details provided by the debtor.
	Loza, Alicia A.	12/16/2008	1.20	330.00	396.00	Call with counsel re Chase stipulation order. Draft description of analysis for Committee.
	Atkinson, Michael L.	12/17/2008	1.10	460.00	506.00	Prepare and update cash flow and liquidation scenarios.
	Loza, Alicia A.	12/17/2008	2.30	330.00	759.00	Respond to HP inquiries re Chase Stipulation Order.
	Atkinson, Michael L.	12/18/2008	2.20	460.00	1,012.00	Prepare and update cash flow scenarios and liquidation model.

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454	BANKRUPTCY-BUSINESS ANALYSIS					
	Atkinson, Michael L.	12/19/2008	0.90	460.00	414.00	Review and analyze wind-down budget.
	Roski, Suzanne B.	12/19/2008	0.40	440.00	176.00	Correspond with counsel and fti re Wind Down budget. Determine status and expected receipt date of detailed budget.
	Atkinson, Michael L.	12/20/2008	1.10	460.00	506.00	Participate in conference call w/ debtor regarding wind-down budget.
	Roski, Suzanne B.	12/20/2008	0.60	440.00	264.00	Review Wind Down budget as received from FTI. Prepare questions / follow up items.
	Smith, IV, Robert B.	12/21/2008	2.40	390.00	936.00	Review debtor liquidation analysis.
	Atkinson, Michael L.	12/22/2008	2.20	460.00	1,012.00	Review and revise cash flow projections and liquidation scenarios.
	Crockett, Jason N.	12/22/2008	1.80	300.00	540.00	Review draft wind down budget template and prepare specific questions regarding projections.
	Smith, IV, Robert B.	12/22/2008	4.60	390.00	1,794.00	Meet w/ debtor re windown analysis.
	Smith, IV, Robert B.	12/22/2008	1.80	390.00	702.00	Review windown analysis. Prepare for meeting.
	Smith, IV, Robert B.	12/22/2008	0.70	390.00	273.00	Draft memo re windown meeting.
	Williams, Heather G.	12/22/2008	4.50	330.00	1,485.00	Prepare for and meet w/ Circuit City management re wind down budget.
	Crockett, Jason N.	12/24/2008	1.10	300.00	330.00	Update cash flow projection model with actual operating results for week 1 and week 2 based on reported budget to actuals obtained.
	Crockett, Jason N.	12/25/2008	1.50	300.00	450.00	Develop framework for three different cash flow scenarios with supporting schedules, update actual results for week 2.
	Crockett, Jason N.	12/26/2008	2.90	300.00	870.00	Prepare cash flow model with sensitivity analyses for sales declines and sales and gross margin declines.
	Smith, IV, Robert B.	12/26/2008	0.80	390.00	312.00	Respond to creditor inquiries re reporting.
	Atkinson, Michael L.	12/29/2008	1.70	460.00	782.00	Review and revise wind-down budget.
	Atkinson, Michael L.	12/30/2008	1.70	460.00	782.00	Review and revise cash flow projections and liquidation scenarios.
	Smith, IV, Robert B.	12/31/2008	2.00	390.00	780.00	Review analyses re windown and cashflow budgets.
	Atkinson, Michael L.	1/1/2009	1.20	470.00	564.00	Review and analyze budget v actual reports.
	Atkinson, Michael L.	1/2/2009	4.20	470.00	1,974.00	Prepare and update liquidation analysis on a rolling basis.
	Atkinson, Michael L.	1/2/2009	2.10	470.00	987.00	Prepare and update budget to actual analysis.
	Crockett, Jason N.	1/2/2009	1.80	330.00	594.00	Prepare and update liquidation analysis to reflect current estimates.
	Crockett, Jason N.	1/2/2009	1.30	330.00	429.00	Prepare updated projections to reflect actual performance for most recent week.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
454	BANKRUPTCY-BUSINESS ANALYSIS					
	Smith, IV, Robert B.	1/2/2009	2.00	400.00	800.00	Prepare and review Committee presentation.
	Atkinson, Michael L.	1/5/2009	5.40	470.00	2,538.00	Review and analyze budget to actuals and create revised model.
	Atkinson, Michael L.	1/5/2009	1.40	470.00	658.00	Review and revise wind-down budget.
	Atkinson, Michael L.	1/5/2009	1.20	470.00	564.00	Prepare and update rolling liquidation analysis.
	Frisvold, Andrew M	1/5/2009	2.70	220.00	594.00	Review and update liquidation analysis and cash flow models.
	Roski, Suzanne B.	1/5/2009	0.40	450.00	180.00	Review and update various liquidation scenarios and returns to creditors from each.
	Atkinson, Michael L.	1/6/2009	4.30	470.00	2,021.00	Review and revise liquidation analysis.
	Atkinson, Michael L.	1/6/2009	2.60	470.00	1,222.00	Review and analyze recent budget to actual analyses/activity.
	Atkinson, Michael L.	1/7/2009	2.40	470.00	1,128.00	Review and analyze wind-down budget and recent budget to actual analyses.
	Atkinson, Michael L.	1/7/2009	2.20	470.00	1,034.00	Review and analyze recent budget to actual activity/analyses.
	Atkinson, Michael L.	1/7/2009	2.10	470.00	987.00	Review and analyze liquidation analysis provided by FTI.
	Frisvold, Andrew M	1/7/2009	1.50	220.00	330.00	Update liquidation analysis with multiple scenarios.
	Roski, Suzanne B.	1/7/2009	1.40	450.00	630.00	Review updated files provided by FTI re wind down and liquidation analysis. Participate in call with FTI re same.
	Smith, IV, Robert B.	1/7/2009	2.40	400.00	960.00	Review liquidation analysis.
	Atkinson, Michael L.	1/8/2009	2.90	470.00	1,363.00	Review and analyze bid packages.
	Davis, Guy A.	1/8/2009	2.00	470.00	940.00	Prepare and circulate Salinas analysis.
	Frisvold, Andrew M	1/8/2009	1.90	220.00	418.00	Update cash flow projections with actual data and adjust future projections.
	Frisvold, Andrew M	1/8/2009	1.30	220.00	286.00	Update liquidation analysis and determine payout to unsecured creditors for various scenarios.
	Roski, Suzanne B.	1/8/2009	1.90	450.00	855.00	Review Salinas management presentation and prepare related analyses for Committee members.
	Smith, IV, Robert B.	1/8/2009	0.20	400.00	80.00	Review bid package and procedures.
	Atkinson, Michael L.	1/9/2009	2.40	470.00	1,128.00	Review and revise wind-down scenarios.
	Smith, IV, Robert B.	1/9/2009	0.70	400.00	280.00	Review bid procedures analysis and documents.
	Atkinson, Michael L.	1/11/2009	1.20	470.00	564.00	Review and analyze bid package information for liquidation.
	Crockett, Jason N.	1/11/2009	1.80	330.00	594.00	Compare liquidation proceeds with potential going concern bids.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
454	BANKRUPTCY-BUSINESS ANALYSIS					
	Crockett, Jason N.	1/11/2009	1.30	330.00	429.00	Update liquidation to reflect lower InterTAN proceeds, recovery on inventory, other miscellaneous changes.
	Atkinson, Michael L.	1/12/2009	0.80	470.00	376.00	Review and analyze debtor's projections from 2010.
	Atkinson, Michael L.	1/12/2009	0.80	470.00	376.00	Review and analyze debtor's projections.
	Crockett, Jason N.	1/12/2009	2.30	330.00	759.00	Review initial and updated proposal/model from strategic buyer, incorporate into presentation with comments regarding payout and business plan.
	Crockett, Jason N.	1/12/2009	2.00	330.00	660.00	Prepare presentation for creditors' committee, review and analysis of recent daily sales and gross margin compared to budget.
	Crockett, Jason N.	1/12/2009	0.90	330.00	297.00	Prepare liquidation analysis model for analysis of liquidator bids.
	Crockett, Jason N.	1/12/2009	0.90	330.00	297.00	Prepare updated liquidation analysis for committee review.
	Crockett, Jason N.	1/12/2009	0.40	330.00	132.00	Discussion and review of 4-wall analysis with Jefferies.
	Frisvold, Andrew M	1/12/2009	1.10	220.00	242.00	Update liquidation analysis for Salina's sale.
	Frisvold, Andrew M	1/12/2009	0.90	220.00	198.00	Review and analyze current sales compared to last year.
	Crockett, Jason N.	1/13/2009	1.70	330.00	561.00	Update liquidation model to reflect letter of interest from financial buyer.
	Crockett, Jason N.	1/13/2009	1.40	330.00	462.00	Update liquidation analysis and update information re: miscellaneous asset sale.
	Smith, IV, Robert B.	1/13/2009	1.10	400.00	440.00	Review documents re auction and developments.
	Davis, Guy A.	1/14/2009	4.60	470.00	2,162.00	Review Liquidation bids and prepare analysis.
	Atkinson, Michael L.	1/15/2009	1.10	470.00	517.00	Review and analyze lease rejection damages and supporting documentation.
	Crockett, Jason N.	1/15/2009	1.90	330.00	627.00	Meet with company and review of 180-store plan. Analyze lease rejection damages and assumed inventory values.
	Smith, IV, Robert B.	1/15/2009	1.10	400.00	440.00	Review liquidator bids and comparison analysis.
	Smith, IV, Robert B.	1/15/2009	1.00	400.00	400.00	Review 180-Store plan.
	Frisvold, Andrew M	1/16/2009	2.10	220.00	462.00	Review cash flow model and update with current activity.
	Smith, IV, Robert B.	1/16/2009	2.80	400.00	1,120.00	Prepare for liquidation hearing. Review bids, financial history, and independent values.
	Atkinson, Michael L.	1/19/2009	2.80	470.00	1,316.00	Review and analyze recent budget v actual activity & inventory analysis.
	Frisvold, Andrew M	1/19/2009	1.50	220.00	330.00	Analyze FTI and Rothchild's fees under a complete liquidation.
	Smith, IV, Robert B.	1/19/2009	0.80	400.00	320.00	Review items required to complete windown.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
454 BANKRUPTCY-BUSINESS ANALYSIS						
	Warsaw, Shai	1/19/2009	2.10	190.00	399.00	Review and analyze payments to insiders within 1 year.
	Warsaw, Shai	1/19/2009	1.60	190.00	304.00	Review and analyze Creditors Holding Unsecured Nonpriority Claims Schedule.
	Atkinson, Michael L.	1/20/2009	2.10	470.00	987.00	Review and revise liquidation analysis scenarios for committee member.
	Crockett, Jason N.	1/20/2009	2.10	330.00	693.00	Prepare updated liquidation analysis at request of Committee member.
	Roski, Suzanne B.	1/20/2009	0.40	450.00	180.00	Review FTI-prepared Liquidation Analysis, update as per creditors' request.
	Warsaw, Shai	1/20/2009	1.50	190.00	285.00	Review and analyze Income from employment or operation of business.
	Atkinson, Michael L.	1/21/2009	1.00	470.00	470.00	Review and revise liquidation/recovery analysis.
	Crockett, Jason N.	1/21/2009	1.30	330.00	429.00	Prepare updated liquidation/recovery analysis.
	Atkinson, Michael L.	1/22/2009	1.40	470.00	658.00	Prepare and update analysis re: liquidation value comparisons from petition date to present.
	Crockett, Jason N.	1/22/2009	0.80	330.00	264.00	Assist in analysis of comparison of changes in liquidation values over time.
	Frisvold, Andrew M	1/22/2009	2.60	220.00	572.00	Compare and analyze different liquidation analyses provided by Debtor.
	Crockett, Jason N.	1/23/2009	1.30	330.00	429.00	Prepare updated financial presentation for Committee.
	Crockett, Jason N.	1/26/2009	0.50	330.00	165.00	Review correspondence regarding liquidation analysis and prepare updates.
	Frisvold, Andrew M	1/26/2009	0.90	220.00	198.00	Review and analyze previous liquidation analyses provided by debtor for major changes.
	Atkinson, Michael L.	1/28/2009	1.50	470.00	705.00	Review and analyze post-petition liquidation analyses provided by the debtor.
	Atkinson, Michael L.	1/28/2009	0.50	470.00	235.00	Review and analyze current operations by location.
	Crockett, Jason N.	1/28/2009	2.30	330.00	759.00	Review of updated liquidation analysis and GOB budget, prepare comments, questions, and requests for meeting.
	Crockett, Jason N.	1/28/2009	1.80	330.00	594.00	Analyze current and previous liquidation analyses prepared by company, note major changes.
	Frisvold, Andrew M	1/28/2009	2.60	220.00	572.00	Analyze current liquidation analysis and compare to previous analyses; prepare summary.
	Frisvold, Andrew M	1/28/2009	1.40	220.00	308.00	Analyze historical cash flow statements.
	Frisvold, Andrew M	1/28/2009	0.90	220.00	198.00	Update liquidation analysis.
	Roski, Suzanne B.	1/28/2009	0.90	450.00	405.00	Review updated Liquidation Analysis and Wind-Down budget received from FTI.
	Warsaw, Shai	1/28/2009	3.80	190.00	722.00	Recreate the monthly cash flow flash reports in excel.
	Warsaw, Shai	1/28/2009	3.20	190.00	608.00	Review and analyze the most recent liquidation analysis.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
454	BANKRUPTCY-BUSINESS ANALYSIS					
	Warsaw, Shai	1/28/2009	1.10	190.00	209.00	Recreate the monthly cash flow flash reports in excel.
	Atkinson, Michael L.	1/29/2009	1.70	470.00	799.00	Review wind-down and liquidation analysis and provide feedback to Protiviti personnel regarding information requests of FTI.
	Warsaw, Shai	1/29/2009	2.40	190.00	456.00	Adjust balance sheets to represent market value.
	Warsaw, Shai	1/29/2009	1.90	190.00	361.00	Recreate the balance sheet excel file to account for adjustments from the liquidation analysis.
	Warsaw, Shai	1/29/2009	1.80	190.00	342.00	Recreate formulas within the balance sheet excel file to account for adjustments learned the liquidation analysis.
	Atkinson, Michael L.	1/30/2009	2.10	470.00	987.00	Review, analyze, and draw up questions regarding liquidation analysis.
	Atkinson, Michael L.	1/30/2009	1.80	470.00	846.00	Review, analyze, and draw up questions regarding wind-down budget.
	Warsaw, Shai	1/30/2009	4.20	190.00	798.00	Create cash flow variance report comparing DIP values to flash report values.
	Warsaw, Shai	1/30/2009	0.80	190.00	152.00	Review and update the cash flow variance report.
	<b>BANKRUPTCY-BUSINESS ANALYSIS TOTAL</b>		<b>541.00</b>		<b>\$200,610.00</b>	

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456 BANKRUPTCY-DATA ANALYSIS						
Category Description: Management information systems review, installation and analysis, construction, maintenance and reporting of significant case financial data, lease rejection, claims, etc.						
	Roski, Suzanne B.	11/18/2008	2.40	440.00	1,056.00	Prepare for meeting with Debtor and its advisors. Update key questions and request items for Debtor.
	Crockett, Jason N.	11/19/2008	0.50	300.00	150.00	Review Week 1 actual results with M. Atkinson.
	Davis, Guy A.	11/19/2008	1.00	460.00	460.00	Meet w/ FTI and Rothschild.
	Crockett, Jason N.	11/20/2008	2.30	300.00	690.00	Review financial information from datasite.
	Roski, Suzanne B.	11/20/2008	2.40	440.00	1,056.00	Prepare due diligence request list to provide to Rothschild and FTI.
	Roski, Suzanne B.	11/20/2008	2.10	440.00	924.00	Review documents in virtual data room to locate documents responsive to Protiviti requests.
	Williams, Heather G.	11/20/2008	1.50	330.00	495.00	Review documents on data room site.
	Carlton, Andrew	11/21/2008	2.90	180.00	522.00	Work on Lease Analysis.
	Carlton, Andrew	11/21/2008	0.90	180.00	162.00	Work on Lease Analysis.
	Crockett, Jason N.	11/21/2008	3.10	300.00	930.00	Review financial information and 4-wall analysis in data room.
	Crockett, Jason N.	11/21/2008	0.80	300.00	240.00	Correspondence with counsel re: obtaining information from debtor and FA.
	Crockett, Jason N.	11/21/2008	0.60	300.00	180.00	Review InterTan materials.
	Roski, Suzanne B.	11/21/2008	1.10	440.00	484.00	Review documents in virtual data room to locate documents responsive to Protiviti requests.
	Roski, Suzanne B.	11/21/2008	0.40	440.00	176.00	Telecon with S. Coulombe re open requests and timing of responses.
	Crockett, Jason N.	11/22/2008	0.40	300.00	120.00	Review issues related to NOLs.
	Roski, Suzanne B.	11/22/2008	0.30	440.00	132.00	Update document request list to FTI for items received / still open.
	Crockett, Jason N.	11/24/2008	1.10	300.00	330.00	Review information re: inventory analysis.
	Roski, Suzanne B.	11/24/2008	2.60	440.00	1,144.00	Research historical results and compare to debtors' projection analyses.
	Roski, Suzanne B.	11/24/2008	1.30	440.00	572.00	Review and revise information related to trade terms and prepare exhibits / analyses re same.
	Roski, Suzanne B.	11/24/2008	0.60	440.00	264.00	Update document request list for and correspond with FTI. Update control document request list.
	Williams, Heather G.	11/24/2008	2.00	330.00	660.00	Update lease rejection analysis.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
456	BANKRUPTCY-DATA ANALYSIS					
	Crockett, Jason N.	11/25/2008	1.80	300.00	540.00	Review SEC filings for domestic/international corporate overhead and total SG&A expenses.
	Roski, Suzanne B.	11/25/2008	0.90	440.00	396.00	Correspond with Ms. Breitenbecher re: inventory analysis. Update presentation as per results of discussion.
	Torbert, Misty D.	11/25/2008	2.00	210.00	420.00	Access Merrills document library & organize and reference case documents for review and analysis.
	Crockett, Jason N.	11/26/2008	1.20	300.00	360.00	Review weekly variance report.
	Crockett, Jason N.	11/26/2008	0.60	300.00	180.00	Prepare comments re: committee memo regarding budget to actual performance.
	Smith, IV, Robert B.	11/26/2008	1.80	390.00	702.00	Review variance analyses and prepare email re same.
	Crockett, Jason N.	11/27/2008	1.00	300.00	300.00	Review payment of prepetition claims, impact on liquidity/liquidation.
	Atkinson, Michael L.	11/28/2008	0.50	460.00	230.00	Review and analyze Mansfield motion; discuss w/ counsel
	Crockett, Jason N.	11/28/2008	1.30	300.00	390.00	Prepare research on Salinas and draft correspondence re: claims trading and NOL preservation.
	Crockett, Jason N.	11/28/2008	0.60	300.00	180.00	Draft correspondence re: sales and use taxes, agenda, budget to actuals, and potential liquidation bids.
	Atkinson, Michael L.	12/1/2008	1.00	460.00	460.00	Review and analyze flash reporting and discuss w/ FTI & counsel.
	Crockett, Jason N.	12/1/2008	0.20	300.00	60.00	Review comp sales.
	Atkinson, Michael L.	12/2/2008	1.00	460.00	460.00	Review and analyze potential cash savings related to first day motions.
	Crockett, Jason N.	12/2/2008	0.40	300.00	120.00	Review schedule of WARN Act payments, paid and planned for disbursement.
	Roski, Suzanne B.	12/2/2008	0.60	440.00	264.00	Review weekly sales flash data and generate questions / follow up items thereon.
	Williams, Heather G.	12/2/2008	1.50	330.00	495.00	Update lease rejection claim analysis.
	Roski, Suzanne B.	12/3/2008	0.30	440.00	132.00	Follow up call with FTI to review vendor trade terms proposal.
	Atkinson, Michael L.	12/5/2008	2.10	460.00	966.00	Review and analyze recent flash reports and 13 week cashflows; update projection model.
	Crockett, Jason N.	12/5/2008	0.70	300.00	210.00	Review inventory appraisal information.
	Roski, Suzanne B.	12/6/2008	0.80	440.00	352.00	Telecons with team re trade terms discussions and analyses run for HP, Samsung, other vendors.
	Frisvold, Andrew M	12/8/2008	0.40	200.00	80.00	Review Thanksgiving shortfalls and inventory shortages.
	Roski, Suzanne B.	12/8/2008	0.90	440.00	396.00	Review sales actual report and out-of-stock reports prepared by FTI. Develop questions re same.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
456	BANKRUPTCY-DATA ANALYSIS					
	Roski, Suzanne B.	12/8/2008	0.60	440.00	264.00	Update data requests list. Correspond with FTI re same.
	Smith, IV, Robert B.	12/8/2008	1.40	390.00	546.00	Review debtor reports.
	Smith, IV, Robert B.	12/8/2008	1.20	390.00	468.00	Review weekly store sales and variance analyses.
	Williams, Heather G.	12/8/2008	1.00	330.00	330.00	Prepare and send document request list re preferences to Samsung and related counsel.
	Atkinson, Michael L.	12/9/2008	3.30	460.00	1,518.00	Review and analyze flash reports provided by the debtors'.
	Crockett, Jason N.	12/9/2008	0.80	300.00	240.00	Review flash report charts and information.
	Crockett, Jason N.	12/9/2008	0.50	300.00	150.00	Review cash flow model assumptions, comment on mathematical calculations.
	Frisvold, Andrew M	12/9/2008	1.80	200.00	360.00	Research and review 503b9 claims.
	Roski, Suzanne B.	12/9/2008	0.40	440.00	176.00	Review templates for reporting on sales flash data. Comment on / revise same.
	Crockett, Jason N.	12/10/2008	1.90	300.00	570.00	Prepare analysis of alleviation of required trade credit burden by reducing minimum availability and maintaining advance rate.
	Atkinson, Michael L.	12/11/2008	0.80	460.00	368.00	Review and analyze budget v actual cash flows and revised projections provided by the debtor.
	Crockett, Jason N.	12/11/2008	0.50	300.00	150.00	Prepare analysis of merchandise purchases compared to budget for last three weeks with cumulative results.
	Roski, Suzanne B.	12/11/2008	0.30	440.00	132.00	Review sales flash data for previous week.
	Torbert, Misty D.	12/11/2008	1.40	210.00	294.00	Prepare and update preference data details for HP at committee members request & forward for review and analysis.
	Atkinson, Michael L.	12/15/2008	1.10	460.00	506.00	Review and analyze recent flash reports, cash flow results, and inventory levels.
	Crockett, Jason N.	12/15/2008	2.30	300.00	690.00	Prepare updates to analyses for committee, adjust sales impact from lower purchases, reduce inventory liquidation margin.
	Crockett, Jason N.	12/16/2008	0.60	300.00	180.00	Review flash reports and recent sales performance.
	Loza, Alicia A.	12/17/2008	5.20	330.00	1,716.00	Design and prepare flash reports for Committee distribution.
	Roski, Suzanne B.	12/17/2008	1.10	440.00	484.00	Review weekly flash results - cashflow and sales. Prepare follow up questions for FTI and comments for Committee.
	Smith, IV, Robert B.	12/17/2008	0.80	390.00	312.00	Review variance and flash reports.
	Loza, Alicia A.	12/18/2008	2.60	330.00	858.00	Prepare reports of recent financial results for the Committee.
	Atkinson, Michael L.	12/19/2008	0.40	460.00	184.00	Prepare email to committee professionals re: rent issues.
	Roski, Suzanne B.	12/19/2008	0.40	440.00	176.00	Review stub rent materials as forwarded by B. Lehane and as per counsel request.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
456	BANKRUPTCY-DATA ANALYSIS					
	Atkinson, Michael L.	12/22/2008	0.70	460.00	322.00	Review and analyze sales flash reports.
	Crockett, Jason N.	12/22/2008	1.20	300.00	360.00	Review sales and margin flash reports and analyze.
	Loza, Alicia A.	12/22/2008	1.50	330.00	495.00	Review financial results. Prepare reporting for Committee call.
	Roski, Suzanne B.	12/22/2008	2.90	440.00	1,276.00	Prepare analyses of sales flash and DIP cashflow variance analysis for 12/23 Committee meeting.
	Atkinson, Michael L.	12/23/2008	2.10	460.00	966.00	Prepare and update analysis tracking cash flow scenarios reflecting actuals provided by debtor.
	Atkinson, Michael L.	12/23/2008	1.20	460.00	552.00	Review and analyze budget v actuals.
	Atkinson, Michael L.	12/23/2008	0.40	460.00	184.00	Prepare email re: daily sales report.
	Crockett, Jason N.	12/23/2008	1.60	300.00	480.00	Review of materials regarding sale update for US and Canada, reclamation claims filed, and recent docket activity, correspondence regarding recent hearings.
	Williams, Heather G.	12/23/2008	0.50	330.00	165.00	Review daily sales report and Jefferies update.
	Atkinson, Michael L.	12/24/2008	0.80	460.00	368.00	Review cash flows and prepare email re: same.
	Smith, IV, Robert B.	12/24/2008	0.60	390.00	234.00	Review flash report.
	Atkinson, Michael L.	12/30/2008	2.20	460.00	1,012.00	Review and analyze flash reporting and debtors' current financial position.
	Atkinson, Michael L.	12/30/2008	0.40	460.00	184.00	Prepare email re: budget v actual activity.
	Roski, Suzanne B.	12/30/2008	0.50	440.00	220.00	Review flash data and discuss same with M. Atkinson. Compare to prior reports distributed to Committee.
	Smith, IV, Robert B.	12/30/2008	1.10	390.00	429.00	Review weekly variance and flash reports.
	Atkinson, Michael L.	12/31/2008	2.10	460.00	966.00	Review and revise sensitivity analysis and cash flow projections to reflect recent sales activity.
	Loza, Alicia A.	12/31/2008	2.00	330.00	660.00	Review flash report data. Prepare analysis for Committee Call.
	Crockett, Jason N.	1/2/2009	1.40	330.00	462.00	Prepare analysis of daily sales and gross margin and month-to-date performance.
	Crockett, Jason N.	1/2/2009	1.10	330.00	363.00	Analyze sales impact of different day of week timing of holiday compared to prior year.
	Crockett, Jason N.	1/2/2009	0.90	330.00	297.00	Analyze impact of timing differences on financial performance.
	Crockett, Jason N.	1/2/2009	0.80	330.00	264.00	Compare budget to actual performance results, prepare comments and analysis for committee.
	Roski, Suzanne B.	1/6/2009	0.40	450.00	180.00	Follow up on open information requests re FTI. Correspond with FTI re status and timing of specific items.

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<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
456	BANKRUPTCY-DATA ANALYSIS					
	Roski, Suzanne B.	1/6/2009	0.40	450.00	180.00	Research status of December and January unpaid rent. Correspond with FTI re same.
	Atkinson, Michael L.	1/7/2009	1.30	470.00	611.00	Review and analyze inventory analysis.
	Atkinson, Michael L.	1/7/2009	1.30	470.00	611.00	Review and analyze daily sales data.
	Roski, Suzanne B.	1/7/2009	0.30	450.00	135.00	Research outstanding rents – December arrears and January. Correspond with FTI and counsel.
	Smith, IV, Robert B.	1/7/2009	2.10	400.00	840.00	Review flash reports and GOB sales analysis.
	Smith, IV, Robert B.	1/7/2009	1.80	400.00	720.00	Participate in conference call re data requests. Review same and prepare summary.
	Smith, IV, Robert B.	1/8/2009	0.40	400.00	160.00	Review daily sales flash.
	Atkinson, Michael L.	1/9/2009	1.80	470.00	846.00	Review and analyze Dallas distribution center lease.
	Crockett, Jason N.	1/11/2009	0.60	330.00	198.00	Review requested vendor support for financial buyer and review term sheet.
	Atkinson, Michael L.	1/12/2009	0.30	470.00	141.00	Review and analyze daily sales information in preparation of conference call w/ committee members & counsel.
	Smith, IV, Robert B.	1/12/2009	0.90	400.00	360.00	Review flash reports and variance analyses.
	Crockett, Jason N.	1/13/2009	1.90	330.00	627.00	Discussion and review of issues related to potential shrinkage rates, LC, total level of inventory, global reduction, unsold merchandise.
	Crockett, Jason N.	1/13/2009	0.80	330.00	264.00	Review of information re: inventory by store analysis.
	Smith, IV, Robert B.	1/13/2009	0.40	400.00	160.00	Review flash reports.
	Crockett, Jason N.	1/14/2009	1.10	330.00	363.00	Review inventory and eligibles by location for bid valuation comparison.
	Smith, IV, Robert B.	1/14/2009	1.10	400.00	440.00	Review daily flash and weekly variances reports.
	Davis, Guy A.	1/15/2009	1.50	470.00	705.00	Review FTI extension analysis.
	Frisvold, Andrew M	1/16/2009	1.10	220.00	242.00	Analyze daily sales performance and compare to past performance.
	Crockett, Jason N.	1/19/2009	0.40	330.00	132.00	Review daily performance and analyze.
	Atkinson, Michael L.	1/20/2009	1.90	470.00	893.00	Review and analyze cash receipts/disbursements and liquidation analysis.
	Atkinson, Michael L.	1/20/2009	0.50	470.00	235.00	Review and analyze current sales reports.
	Crockett, Jason N.	1/20/2009	0.60	330.00	198.00	Review recent sales and gross margin performance.
	Roski, Suzanne B.	1/20/2009	1.00	450.00	450.00	Call with counsel re open case issues, document requests, Committee areas of focus, and coordination with Debtors.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
456	BANKRUPTCY-DATA ANALYSIS					
	Atkinson, Michael L.	1/21/2009	0.80	470.00	376.00	Review and analyze recent sales and inventory levels.
	Crockett, Jason N.	1/21/2009	1.30	330.00	429.00	Review recent sales performance and calculate estimated inventory recovery rate to-date.
	Frisvold, Andrew M	1/21/2009	1.40	220.00	308.00	Prepare and analyze solvency analysis.
	Frisvold, Andrew M	1/21/2009	1.10	220.00	242.00	Analyze intercompany balances.
	Warsaw, Shai	1/22/2009	0.40	190.00	76.00	Review and analyze pre-paid insurance.
	Crockett, Jason N.	1/23/2009	0.80	330.00	264.00	Update daily sales and gross margin file, analyze % of inventory sold and remaining.
	Frisvold, Andrew M	1/23/2009	1.80	220.00	396.00	Prepare solvency analysis.
	Warsaw, Shai	1/23/2009	3.30	190.00	627.00	Calculate the potential pre-paid insurance refund, including notes, and analyze results.
	Crockett, Jason N.	1/26/2009	0.80	330.00	264.00	Review daily sales and gross margin activity and update schedules for presentation.
	Atkinson, Michael L.	1/28/2009	2.50	470.00	1,175.00	Review and analyze budget v actual activity and wind-down budget.
	Crockett, Jason N.	1/28/2009	1.90	330.00	627.00	Analyze actual weekly cash flows for pre-GOB period and compare to GOB wind down budget.
	Frisvold, Andrew M	1/29/2009	2.70	220.00	594.00	Review and analyze variance analysis of cash flows compared to DIP budget.
	Frisvold, Andrew M	1/30/2009	0.80	220.00	176.00	Review cash flow variances.
	Warsaw, Shai	1/30/2009	1.20	190.00	228.00	Review and analyze flash reports.
	<b>BANKRUPTCY-DATA ANALYSIS</b>		<b>153.00</b>		<b>\$54,844.00</b>	
	<b>TOTAL</b>					

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
457 LITIGATION CONSULTING						
Category Description: Providing consulting services to assist in various bankruptcy litigation matters.						
	Davis, Guy A.	12/2/2008	3.00	460.00	1,380.00	Meet w/ FTI and Debtor re Plan and Liquidation.
	Roski, Suzanne B.	12/11/2008	0.80	440.00	352.00	Participate in call with counsel re DIP hearing, depositions, and discovery.
	Crockett, Jason N.	12/12/2008	2.80	300.00	840.00	Discuss discovery issues, target question areas, and begin to develop lists of questions.
	Crockett, Jason N.	12/12/2008	0.40	300.00	120.00	Review DIP objection.
	Davis, Guy A.	12/12/2008	2.00	460.00	920.00	Review discovery.
	Williams, Heather G.	12/12/2008	3.50	330.00	1,155.00	Search data room for supporting documentation for Deposition topics / questions.
	Williams, Heather G.	12/12/2008	1.00	330.00	330.00	Prepare draft outline of deposition topics.
	Williams, Heather G.	12/12/2008	0.40	330.00	132.00	Conference call re deposition topics and associated outlines / questions.
	Crockett, Jason N.	12/13/2008	2.30	300.00	690.00	Prepare deposition questions for company representative.
	Crockett, Jason N.	12/13/2008	1.80	300.00	540.00	Prepare listing of questions for deposition of bank representative.
	Crockett, Jason N.	12/13/2008	1.60	300.00	480.00	Prepare deposition questions for FTI representative.
	Crockett, Jason N.	12/13/2008	0.80	300.00	240.00	Review notice of depositions and topics, generate additional questions to ask deponents.
	Crockett, Jason N.	12/13/2008	0.70	300.00	210.00	Draft deposition outline regarding topic areas.
	Crockett, Jason N.	12/13/2008	0.70	300.00	210.00	Review Pachulski draft DIP objection to ensure deposition questions cover all relevant areas.
	Crockett, Jason N.	12/14/2008	2.60	300.00	780.00	Prepare detailed cash flow scenarios for DIP and cash collateral.
	Crockett, Jason N.	12/14/2008	2.10	300.00	630.00	Review of deposition topics, nature of DIP, cost/benefit, litigation strategy.
	Crockett, Jason N.	12/14/2008	0.70	300.00	210.00	Review of pre-petition credit agreement, prepare summary of key points in comparison to proposed DIP facility.
	Roski, Suzanne B.	12/14/2008	1.50	440.00	660.00	Telecon with Committee professionals re DIP litigation.
	Roski, Suzanne B.	12/14/2008	0.70	440.00	308.00	Prepare for call with professionals, including review DIP objection.
	Roski, Suzanne B.	12/14/2008	0.40	440.00	176.00	Design analyses for presentation to Committee re DIP litigation.
	Smith, IV, Robert B.	12/14/2008	2.30	390.00	897.00	Review deposition questions and documents.
	Smith, IV, Robert B.	12/14/2008	0.70	390.00	273.00	Prepare for DIP conference calls.
	Williams, Heather G.	12/14/2008	4.00	330.00	1,320.00	Prepare documents for deposition topics and questions.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
457	LITIGATION CONSULTING					
	Atkinson, Michael L.	12/15/2008	2.20	460.00	1,012.00	Review and analyze DIP objection and prepare deposition questions for Debtor's financial advisors.
	Atkinson, Michael L.	12/15/2008	1.80	460.00	828.00	Review and revise cash flow scenarios for DIP and cash collateral litigation.
	Atkinson, Michael L.	12/15/2008	1.70	460.00	782.00	Review pre-petition credit agreements, vendor terms analysis, and current vendor relationships and concerns to determine potential financial implications.
	Atkinson, Michael L.	12/15/2008	1.20	460.00	552.00	Review and revise deposition questions re: DIP motion for debtor and debtors financial advisors.
	Roski, Suzanne B.	12/15/2008	3.60	440.00	1,584.00	Prepare witness outlines for DIP depositions as per counsel request.
	Smith, IV, Robert B.	12/15/2008	0.90	390.00	351.00	Review DIP projections.
	Roski, Suzanne B.	12/16/2008	2.90	440.00	1,276.00	Prepare for debtor, FTI, and bank depositions in DIP matter, including discussion with counsel, document review and witness outlines.
	Roski, Suzanne B.	12/16/2008	2.30	440.00	1,012.00	Prepare for debtor, FTI, and bank depositions in DIP matter.
	Roski, Suzanne B.	12/16/2008	0.60	440.00	264.00	Finalize DIP witness outlines prior to work session with counsel.
	Smith, IV, Robert B.	12/16/2008	0.40	390.00	156.00	Review DIP settlement.
	Roski, Suzanne B.	1/8/2009	0.60	450.00	270.00	Review (i) IBM stipulation and (ii) Dallas lease relocations and discuss each with S. Goldlich.
	Loza, Alicia A.	1/13/2009	2.40	340.00	816.00	Call with Company representatives and Debtors' counsel re IBM Settlement. Draft memo relating to analysis of motion and stipulation agreement.
	Loza, Alicia A.	1/13/2009	2.10	340.00	714.00	Review documentation and analyze IBM stipulation agreement.
	Roski, Suzanne B.	1/13/2009	0.30	450.00	135.00	Review IBM materials and prepare questions / areas of inquiry for call with Company rep.
	Roski, Suzanne B.	1/13/2009	0.20	450.00	90.00	Prepare recommendations to counsel re IBM settlement after A. Loza call with Company and FTI.
	Loza, Alicia A.	1/14/2009	1.30	340.00	442.00	Review documentation relating to Verizon settlement.
	Loza, Alicia A.	1/14/2009	1.20	340.00	408.00	Correspond with counsel and company regarding IBM settlement. Review additional documentation sent by company.
	Loza, Alicia A.	1/14/2009	0.70	340.00	238.00	Review additional documentation and correspondence re IBM settlement.
	Loza, Alicia A.	1/14/2009	0.50	340.00	170.00	Correspond with counsel re IBM settlement.
	Crockett, Jason N.	1/15/2009	0.70	330.00	231.00	Correspond with G. Davis re: auction status and preparation for potential testimony.
	Davis, Guy A.	1/15/2009	3.50	470.00	1,645.00	Prepare for testimony re sale hearing.
	Koehler, Justin F.	1/15/2009	1.50	310.00	465.00	Review 13-week cash flows and liquidator bids to prepare for court hearing.

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Work Performed**

**For the Period November 19, 2008 through January 31, 2009**

<b>Category</b>	<b>Name</b>	<b>Date</b>	<b>Hours</b>	<b>Rate</b>	<b>Fee</b>	<b>Description of Work Perfomed</b>
457	LITIGATION CONSULTING					
	Loza, Alicia A.	1/15/2009	0.50	340.00	170.00	Review objection to IBM settlement.
	Roski, Suzanne B.	1/15/2009	0.50	450.00	225.00	Review and edit draft objection to IBM settlement.
	Smith, IV, Robert B.	1/15/2009	0.70	400.00	280.00	Telecons w/ advisors to prepare for hearing.
	Crockett, Jason N.	1/16/2009	1.40	330.00	462.00	Assist in preparation of G. Davis for potential testimony.
	Davis, Guy A.	1/16/2009	7.00	470.00	3,290.00	Prepare for and attend sale hearing.
	Roski, Suzanne B.	1/20/2009	0.40	450.00	180.00	Review correspondence with counsel re IBM and Verizon matters.
	Roski, Suzanne B.	1/21/2009	0.80	450.00	360.00	Prepare for and participate in telecons with counsel re IBM settlement.
	Roski, Suzanne B.	1/22/2009	0.40	450.00	180.00	Review Debtor projections / financial analyses re CCD and IBM settlement.
	Roski, Suzanne B.	1/23/2009	1.00	450.00	450.00	Telecon with counsel re IBM settlement.
	Roski, Suzanne B.	1/26/2009	0.30	450.00	135.00	Review Lexar motion and correspond with FTI re same.
	Loza, Alicia A.	1/28/2009	2.50	340.00	850.00	Draft settlement proposal re IBM.
	Roski, Suzanne B.	1/28/2009	0.70	450.00	315.00	Review / revise IBM memo re settlement proposal.
	Atkinson, Michael L.	1/29/2009	0.80	470.00	376.00	Review and analyze IBM payment issues and supporting legal documents.
	Loza, Alicia A.	1/29/2009	0.50	340.00	170.00	Edit IBM settlement memo.
	<b>LITIGATION CONSULTING TOTAL</b>		<b>86.90</b>		<b>\$33,737.00</b>	
	<b>Grand Total</b>		<b>1,954.30</b>		<b>\$683,939.00</b>	

**Circuit City Stores, Inc.**  
**Detail Schedule of Incurred Expenses**  
**November 19, 2008 through January 31, 2009**

Case No. 08-35653

<u>Description of Expense</u>	<u>Date</u>	<u>Amount</u>
Travel meals for G. Davis, S. Roski and R. Smith.	11/18/2008	86.25
DC parking for R. Smith re committee meeting.	11/19/2008	14.00
Hotel lodging and parking for G. Davis re initial meeting.	11/19/2008	601.88
Hotel lodging for R. Smith re initial meeting.	11/19/2008	559.91
Lodging for S. Roski re initial DC meeting.	11/19/2008	587.42
Hotel for J. Crockett 11/20/08.	11/20/2008	163.85
Meals for J. Crockett.	11/20/2008	25.00
Mileage to Richmond for J. Crockett.	11/20/2008	114.08
Work lunch for G. Davis and L. Seay.	11/20/2008	22.26
Work lunch for R. Smith.	11/20/2008	8.78
Hotel 11/21 to 11/25 for J. Crockett.	11/21/2008	717.55
Meals for J. Crockett.	11/21/2008	9.20
Work lunch for R. Smith.	11/21/2008	5.24
Meals for J. Crockett.	11/22/2008	25.00
Meals for J. Crockett.	11/23/2008	16.73
Meals for J. Crockett.	11/24/2008	6.41
Work lunch for R. Smith.	11/24/2008	11.62
Work meal for M. Smith, R. Smith, S. Roski, J. Crockett, G. Davis and B. Taylor.	11/24/2008	100.00
Work lunch for S. Roski, G. Davis, R. Smith and A. Loza.	11/25/2008	39.66
Mileage from Richmond for J. Crockett.	11/26/2008	114.08
Parking for R. Smith.	12/1/2008	8.00
CIRCUIT CITY - work lunch for R. Smith.	12/3/2008	0.00

**Circuit City Stores, Inc.**  
**Detail Schedule of Incurred Expenses**  
**November 19, 2008 through January 31, 2009**

Case No. 08-35653

<u>Description of Expense</u>	<u>Date</u>	<u>Amount</u>
Hotel internet service for S. Roski re DC Creditors' Meeting.	12/3/2008	12.95
Work / travel lunch for R. Smith and staff.	12/3/2008	14.26
DC cabs and tips.	12/4/2008	25.00
DC parking for G. Davis re creditors' meeting.	12/4/2008	14.00
DC parking for R. Smith.	12/4/2008	14.00
Parking for S. Roski re DC Creditors' Meeting.	12/4/2008	8.00
Round trip mileage to DC for R. Smith.	12/4/2008	108.23
Work lunch for R. Smith.	12/5/2008	0.00
Work lunch for G. Davis, S. Roski, R. Smith and A. Loza.	12/9/2008	33.35
Outbound train to NY for S. Roski.	12/11/2008	116.00
Amtrak parking for S. Roski.	12/12/2008	5.00
Amtrak travel meal for S. Roski.	12/12/2008	15.75
High speed internet service for S. Roski re NY travel.	12/12/2008	5.45
NY cab service for S. Roski.	12/12/2008	40.00
NY taxi service for S. Roski.	12/12/2008	33.40
Travel internet usage for S. Roski.	12/12/2008	8.00
Work lunch for G. Davis and R. Smith.	12/12/2008	18.93
Capital IQ invoice 34710919; research for November 2008.	12/31/2008	536.51
Fedex invoice 9002422037; from M Atkinson to Paula Beran 12/19/08.	12/31/2008	17.65
Fedex invoice 902422037; from Suzanne Roski to Alan Kornfeld 12/18/08.	12/31/2008	111.84
LexisNexis Invoice 0811213869; research November 2008.	12/31/2008	20.40
LexisNexis Invoice; research December 2008.	12/31/2008	35.16

**Circuit City Stores, Inc.**

**Case No. 08-35653**

**Detail Schedule of Incurred Expenses**

**November 19, 2008 through January 31, 2009**

<b>Description of Expense</b>	<b>Date</b>	<b>Amount</b>
Highspeed internet service for S. Roski; 12/12/08.	1/1/2009	10.95
Liquidation Analysis booklet; 12/4/08.	1/1/2009	147.68
Lodging for S. Roski re creditors meeting; 12/11/08.	1/1/2009	569.24
Pachulski lunch meeting w/ S. Roski and A. Loza; 12/16/08.	1/1/2009	68.27
Pachulski lunch meeting w/ S. Roski, Kornfeld, and Brown; 12/17/08.	1/1/2009	55.40
Travel meal for G. Davis; 11/18/08.	1/1/2009	21.54
Work lunch for R. Smith and G. Davis; 12/10/08.	1/1/2009	24.03
Capital IQ January 2009; research.	1/31/2009	32.93
LexisNexis December 2008 invoice 0812239901; research.	1/31/2009	35.16
Pacer Service Center Invoice 10/01-12/31/08.	1/31/2009	897.04
<b>Total Actual and Necessary Expenses</b>		<b>\$6,293.04</b>

**EXHIBIT D**

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re:	:	Chapter 11
CIRCUIT CITY STORES, INC., <u>et al.</u> <sup>2</sup>	:	Case No. 08-35653-KRH
Debtors.	:	(Jointly Administered)
	:	
	:	

**ORDER ALLOWING INTERIM  
COMPENSATION AND EXPENSE REIMBURSEMENT  
(Protiviti Inc.)**

This matter came before the Court upon the First Interim Application Of Protiviti Inc For Allowance Of Compensation And Expense Reimbursement As Financial Advisors For The Official Committee of Unsecured Creditors (the “Application”) filed by the Official Committee of Unsecured Creditors by its counsel Tavenner & Beran, PLC (“Tavenner &Beran”); and it appearing to the Court that (i) Tavenner & Beran provided proper notice of the Application to all necessary parties; (ii) no objections to the Application have been filed; and (iii) the request for compensation and reimbursement of expenses as allowed herein is reasonable, it is hereby ORDERED that:

1. The Application is hereby approved;

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<sup>2</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of their respective federal tax identifications numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City West Coast is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

2. The request for compensation in the amount of \$683,939.00 and reimbursement of expenses in the amount of \$6,293.04 by Protiviti be and hereby are allowed; and,

3. The Debtors are authorized and directed to pay to Protiviti the amount of compensation and reimbursement of expenses allowed herein as an administrative expense.

4. Upon entry the Clerk shall serve by electronic delivery or first class mail, postage prepaid, copies of this Order on the Office of the United States Trustee and Tavenner & Beran, PLC.

ENTER:

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UNITED STATES BANKRUPTCY JUDGE

We ask for this:

---

Lynn L. Tavenner, Esquire (Va. Bar No. 30083)  
Paula S. Beran, Esquire (Va. Bar No. 34679)  
Tavenner & Beran, PLC  
20 North Eighth Street, Second Floor  
Richmond, Virginia 23219  
Telephone: (804) 783-8300  
Facsimile: (804) 783-0178

Co-Counsel for the Official  
Committee of Unsecured Creditors

Seen and No Objection:

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Robert B. Van Arsdale  
Office of the United States Trustee  
701 East Broad Street, Suite 4304  
Richmond, Virginia 23219

Assistant United States Trustee

**LOCAL RULE 9022-1 CERTIFICATION**

In accordance with Local Rule 9022-1, the foregoing proposed order has been endorsed by or served upon all necessary parties.

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Co-Counsel